

II. Statement pursuant to rule 5(2) and rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Board's Report for the year ended 31st March, 2025.

a) Details of top ten employees in terms of remuneration drawn is as under

Sl. No.	Name of Employee	Designation	Remuneration (₹ in Lakhs)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held, Organisation, Designation & Duration
1	Ravi Jhunjunwala	Chairman, Managing Director & CEO	1095.44*	B.Com (Hons.), MBA	46	69	08.09.1979	-
2	Manish Gulati	Executive Director	296.13**	MBA (Marketing & Finance), BE (Electronics), BSc (Statistics)	32	55	10.05.1993	J.N.Marshall Ltd., Pune, Senior Executive, 0.5 Yr.
3	Atul Laxman Moghe	Vice President – Maintenance & Power	108.65	BE (Electronics)	32	54	17.05.1999	MP Iron & Steel Co. Pvt. Ltd., Malanpur, Engineer, 6.3 Yrs.
4	Jasvinder Singh Khosla	Vice President – Operations (Nipple Plant) / Specialties	108.07	BE (Mech)	33	55	25.11.2020	GIL Nasik, AVP(Works), 3.5 Yrs
5	Virendra Srivastava	Vice President - Operations	93.64	B.Sc. (PCM), BE-Mechanical	35	57	14.05.1991	Hindustan Enterprises, Teleganj, Allahabad, Production Engineer, 0.6 Yr.
6	Prashant Kumar Jha	General Manager - Commercial	85.63	ICWA, PGDBM	25	51	15.07.2011	M/s. Timex Group Ind. Limited, Noida, Manager, 2.9 Yrs.
7	Ravi Kant Tripathi	Chief Financial Officer	68.92	B.Com (Taxation), ICWA, LLB	32	54	11.07.1994	Bharat Zinc Ltd. Bhopal, Accountant, 1 Yrs
8	Rajesh Jetha	Sr. General Manager – IT	68.35	MCA	29	55	17.11.1997	NSMG Pvt Ltd, New Delhi, S/w Engineer, 2 Yrs
9	Manoj Kumar Gupta	General Manager – Design	67.54	BE (MECH), M.TECH (MECH)	32	55	07.02.2011	Hindalco Industries, Bharuch, Manager Maintenance, 5.6 Yrs
10	Axay Saxena	General Manager-HR & IR	62.43	MBA(HR), MCA, B.SC.	26	50	24.08.1999	Netcom, Bhopal, S/w Engineer, 0.5 Yrs

6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) :** ₹7,99,08,337[#]
₹55,15,685 and ₹25,17,992 was spent during financial year on ongoing projects from Unspent CSR Account for FY 2023-24 and FY 2022-23 respectively. For details please refer point no. 7 below
- (b) **Amount spent in Administrative overheads.** : ₹4,98,724
- (c) **Amount spent on Impact Assessment, if applicable.** : NIL
- (d) **Total amount spent for the Financial Year [(a)+(b)+(c)].** : ₹8,04,07,061

(e) **CSR amount spent or unspent for the Financial Year:**

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
₹7,23,73,384	₹2,06,06,891	30 th April, 2025	-	-	-

(f) **Excess amount for set-off, if any: NIL**

SI No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	₹9,29,80,275
(ii)	Total amount: Spent for the Financial Year : ₹7,23,73,384 Transferred to Unspent CSR Account as per Section 135(6) for ongoing projects : ₹2,06,06,891	₹9,29,80,275
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NIL

7. **Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:**

1	2	3	4	5	6	7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5		

The Company also has a Risk Management Policy in place, procedures to inform Members of the Board about the risk assessment and minimization.

ii) Directorship in other listed entities including category of Directorship

Name of Director	Category of Directorship	Listed Entities
Shri Ravi Jhunjhunwala	Promoter-Non-Executive Promoter-Non-Executive Promoter-Non-executive	RSWM Limited Maral Overseas Limited BSL Limited
Shri Shekhar Agarwal	Promoter-Non-Executive Chairman, Managing Director & CEO-Promoter- Executive Chairman, Managing Director & CEO-Promoter-Executive Promoter-Non-Executive	RSWM Limited Maral Overseas Limited Bhilwara Technical Textiles Limited BSL Limited
Dr. Kamal Gupta	-	-
Shri Nand Gopal Khaitan	Non-Executive Non-Executive Independent Independent Non-Executive	Mangalam Cement Limited AGI Greenpac Limited Shyam Metalics And Energy Limited Hindware Home Innovation Limited Reliance Chemotex Industries Ltd
Smt. Vinita Singhanian	Vice Chairman, Managing Director Non-Executive Non-Executive Non-Executive	JK Lakshmi Cement Limited JK Paper Limited Bengal & Assam Company Limited Udaipur Cement Works Limited
Shri Riju Jhunjhunwala	Chairman, Managing Director & CEO–Promoter-Executive Promoter–Non-Executive	RSWM Limited Bhilwara Technical Textiles Limited
Shri Satish Chand Mehta	Independent	Jain Irrigation Systems Limited
Smt. Ramni Nirula	Independent Independent	Usha Martin Limited Kirkoskar Brothers Limited
Shri Jayant Davar	Managing Director	Sandhar Technologies Limited
Shri Manish Gulati	-	-
Shri Priya Shankar Dasgupta	Independent	Vindhya Telelinks Limited
Shri Sandip Somany	Managing Director Non-Executive Independent Chairperson & Non-Executive	AGI Greenpac Limited JK Paper Limited Indraprastha Medical Corporation Limited Hindware Home Innovation Limited

iii) Matrix of Core Skills/ Expertise/ Competencies of Directors in context of business of the Company.

The Matrix setting out the skills, expertise and competencies of Directors as on 31st March 2025, in context of business of the Company is as under:

Sl. No.	Name of Director	Skills/Expertise/Competence					
		Knowledge on Company's businesses, Policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities, the industry in which the Company operates and advising on domestic market and overseas market.	Behavioral skills – Attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.	Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making.	Financial and Management Skills.	Technical / Professional Skills and specialized knowledge in relation to Company's business.	Environment, Health and Safety and Sustainability Knowledge of working on environment, health and safety and sustainability activities.

