SIKKA PORTS & TERMINALS LIMITED

Annual Report
2025-26

COMPANY INFORMATION

Corporate Identification Number (CIN) of the Company:
U45102GJ1997PLC031906

Name of the Company:
Sikka Ports & Terminals Limited

Registered Office:
Admin Building, MTF Area,
Village Sikka, Taluka & District - Jamnagar,
Jamnagar - 361 140, Gujarat.

Corporate Office:
13th Floor, Maker Chambers IV,
222, Nariman Point,
Mumbai - 400 021.
Tel: +91 022 3555 7700, Fax: +91 022 3555 5560
Website: www.sptl.co.in

Board of Directors:

Shri Sanjeev Dandekar	:	Chairman (Non-Executive Director)
Shri Venkataramanan Devarajan	:	Independent Director
Shri Kozhumam Chandrasekar Ganesh	:	Independent Director
Shri Samir Patel	:	Non-Executive Director
Ms. Jyothi Menon	:	Non-Executive Director
Ms. Mohana Venkatachalam	:	Nominee Director

Key Managerial Personnel:

Shri Suresh Subramaniam	:	Manager
Shri Ritesh Siyal	:	Chief Financial Officer
Ms. Forum Sheth	:	Company Secretary and Compliance Officer

Auditors:
Chaturvedi & Shah LLP
Chartered Accountants,
912, Tulsiani Chambers,
212, Nariman Point,
Mumbai - 400 021.

Registrar and Transfer Agent:
KFin Technologies Limited
Selenium, Tower B, Plot No. - 31 & 32,
Financial District, Nanakramguda,
Serilingampally,
Hyderabad, Rangareddi,
Telangana, India 500 032.
Toll Free No.: 1800 309 4001
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CORPORATE GOVERNANCE REPORT

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and the report contains the details of Corporate Governance systems and processes at Sikka Ports & Terminals Limited ('SPTL' or 'the Company').

Statement on Company's philosophy on Code of Governance

At SPTL, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success and remain committed to maximising stakeholders' value, be it shareholders, debenture holders, lenders, employees, suppliers, customers, investor communities and Government and Regulatory Authorities. This approach to value creation emanates from SPTL's belief that sound governance system, based on relationship and trust is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses. We believe that any business conduct can be ethical only when it rests on the six core values viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

The Company is committed to achieve and maintain the highest standards of Corporate Governance. Over the years, governance processes and systems have been strengthened within the Company and corporate governance has been an integral part of the way business is done.

The Company not only adheres to the prescribed corporate governance practices as per the Listing Regulations but has also undertaken several initiatives towards maintaining the highest standards of Governance as detailed in this Report.

Governance Structure

The Company has put in place an internal governance structure with defined roles and responsibilities of every constituent of the system. The Company's shareholders appoint the Board of Directors, which in turn govern the Company. The Board has established various Committees to discharge its responsibilities in an effective manner.

In the operations and functioning of the Company, the Board is assisted by the Manager and a core group of senior level executives.

The functions of the Manager and executives are under the overall supervision and authority of the Board of Directors of the Company.

Role and responsibilities of constituents of Governance Structure

Board and Committees

The Company believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests. The Company has defined guidelines and an established framework for the meetings of the Board and Committees which seek to systematize the decision-making process at the meetings of the Board and Board Committees in an informed and efficient manner. The Board critically evaluates the strategic direction of the Company, management policies and their effectiveness. The Board, *inter-alia,* reviews annual operating plans, budgets, investments, compliance of laws, rules, regulations and Corporate Social Responsibility activities. The

Board also reviews possible risks and risk mitigation measures. The Board has delegated its functioning in relevant areas to designated Board Committees to more effectively deal with complex or specialised issues.

Role of Company Secretary

The Company Secretary plays a key role in ensuring that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings as well as in day-to-day administration of Company's affairs. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to Directors and to facilitate convening of meetings. The Company Secretary interfaces between the management and regulatory authorities for governance matters.

Ethics / Governance Policies

The Company strives to conduct business and strengthen relationships in a manner that is dignified, distinctive and responsible.

The Company adheres to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. In this direction, the Company has adopted various codes and policies to carry out its duties in an ethical manner. Some of these Codes and policies are:

(i) Code of Conduct and Our Code

(ii) Code to Regulate, Monitor and Report Trading by Directors, Promoters, Designated Persons and Specified Connected Persons of the Company

(iii) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
(iv) Vigil Mechanism and Whistle-Blower Policy
(v) Corporate Social Responsibility Policy
(vi) Policy for appointment of Directors and criteria for determining Directors' independence
(vii) Remuneration Policy for Directors, Key Managerial Personnel and other Employees
(viii) Policy for determining Material Subsidiaries
(ix) Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions
(x) Policy for Performance Evaluation of Independent Directors, Board, Committees and other individual Directors
(xi) Web Archival Policy
(xii) Policy for preservation of documents
(xiii) Foreign Exchange and Derivatives Risk Management Policy
(xiv) Risk Management Policy
(xv) Policy for enabling Debenture holders to claim unclaimed Interest and/or Redemption amount

Code of Conduct

The Company has in place a comprehensive Code of Conduct and Our Code (the "Codes") applicable to the Directors and employees. The Codes give guidance and support needed for ethical conduct of business and compliance of law. The Codes reflect the core values of the Company viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

The Codes are available on the website of the Company. The Codes have been circulated to the Directors and Senior Management Personnel and its compliance is affirmed by them annually.

A declaration on confirmation of compliance of the Codes, signed by the Company's Manager, is attached to this Report.

Vigil Mechanism and Whistle-Blower Policy

The Company promotes safe, ethical and compliant conduct of all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour.

The Company has a Vigil Mechanism and Whistle-Blower Policy under which the employees are encouraged to report violations of applicable laws and regulations and the Codes – without fear of any retaliation. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report violations to the Chairman of the Audit Committee. There was no instance of denial of access to the Audit Committee.

The Vigil Mechanism and Whistle-Blower Policy is available on the website of the Company.

Audits and Internal Checks and Balances

Chaturvedi & Shah LLP, Chartered Accountants, are the Statutory Auditors of the Company. The Company has appointed an internal auditor to conduct internal audit functions of the Company. The Company has implemented a legal compliance programme in conformity with the best industry standards, that covers all business activities of the Company. The purview of this system includes various statutes and specific laws applicable to the Company's business operations covered under three major heads viz. Operational Management System, People Management System and Financial Management System. All compliance activities are supported by a robust online compliance monitoring system to ensure ongoing compliance.

Management initiatives for Internal Controls

The Company has robust internal control systems, including internal financial controls with reference to financial statements, commensurate with its nature of business which meets the following objectives:

- providing assurance regarding the effectiveness and efficiency of operations;
- efficient use and safeguarding of resources;
- compliance with policies, procedures and applicable laws and regulations; and
- transactions being accurately recorded and promptly reported.

Periodical internal audits are being conducted of all its functions and activities to ensure that systems and processes are followed across all areas. The Audit Committee of the Board of Directors of the Company regularly reviews the adequacy of internal control systems through such audits. The Company also has a budgetary control system to monitor expenditure against approved budgets on an ongoing basis. These provide the foundations that enable optimal use and protection of assets, facilitates the accurate and timely compilation of financial statements and management reports.

Corporate Governance Practices

It is the Company's constant endeavour to adopt the best Corporate Governance practices which include the following:

- All debt securities related filings with Stock Exchange are reviewed every quarter by the Board of Directors.
- The Company has independent Board Committees covering matters related to Internal Audit, Stakeholder Relationship, Risk Management, Financial Management, the nomination of Board members and Corporate Social Responsibility.
- The Company has an Internal auditor who provides risk-based assurance across all material areas of operations.
- The Company undergoes secretarial compliance certification from an independent Company Secretary in whole-time practice.

Board composition and category of Directors

The Company has a Board comprising 6 (Six) Non-Executive Directors including two Independent Directors. All Directors are from diverse background, who possess required skills, expertise and competencies that allows them to effectively contribute to the Company's decision-making process.

The composition of the Board and category, shareholding of Directors, and number of other Directorship(s) and Chairmanship(s) / Membership(s) of Committees of each Director in various companies are as follows:

Sr. No.	Name of the Director	Category	No. of Equity Shares held as on March 31, 2026	No. of Other Directorship(s) as on March 31, 2026	Directorship in other listed company(ies) and category of directorship as on March 31, 2026*	No. of Membership(s) / Chairmanship(s) of Committees in other Company(ies) as on March 31, 2026#
1.	Sanjeev Dandekar	Chairperson-Non-Executive Director	1 (as nominee of holding company)	Nil	Nil	Nil
2.	Venkataramanan Devarajan	Independent Director	0	2	Nil	Nil
3.	Kozhumam Chandrasekar Ganesh	Independent Director	0	2	Nil	Nil
4.	Samir Patel	Non-Executive Director	0	Nil	Nil	Nil
5.	Jyothi Menon	Non-Executive Director	0	4	2 1. Twin Roses Trades and Agencies Limited - Independent Director 2. Varun Mercantile Limited - Independent Director	4 (including 1 as Chairperson)

Sr. No.	Name of the Director	Category	No. of Equity Shares held as on March 31, 2026	No. of Other Directorship(s) as on March 31, 2026	Directorship in other listed company(ies) and category of directorship as on March 31, 2026*	No. of Membership(s) / Chairmanship(s) of Committees in other Company(ies) as on March 31, 2026#
6.	Mohana Venkatachalam	Nominee Director (Representing interest of Reliance Industrial Investments And Holdings Limited)	0	5	1 Jamnagar Utilities & Power Private Limited - Nominee Director	Nil

* In accordance with Regulation 17A read with Regulation 62E of the Listing Regulations.

#In accordance with Regulation 26 read with Regulation 62O of the Listing Regulations.

None of the Directors are related to any other Director on the Board.

The number of Directorship(s) and Committee Membership(s)/Chairmanship(s) of all Directors is/are within the respective limits prescribed under the Companies Act, 2013 and the Listing Regulations.

Profile of Directors

Shri Sanjeev Dandekar (DIN: 00022797) is a post graduate in Commerce and a qualified Chartered Accountant and Cost Accountant. He has over 35 years of experience of working with various professional firms and private sector organisations which include M/s. A.F. Ferguson & Co., Chartered Accountants, VIP Industries Limited (manufacturing site), Times Guarantee Financials Ltd. & Reliance Capital Limited - both registered NBFCs.

Shri Venkataramanan Devarajan (DIN: 07749448) is a qualified Chartered Accountant and has over 30 years of experience in handling Statutory Audit, Tax Audit and Internal Audit for Corporates, Non-corporates and Banks. Shri Venkataramanan has good experience in drafting agreements and in facilitating domestic and international dealings for corporate clients. He has rendered financial advisory services to corporates and has rich experience in food cost optimisation across all segments in food industry. Shri Venkataramanan has widely travelled to many countries across 4 continents. He has also addressed Members of ICAI and management students of different universities and colleges on professional subjects. He is also a member of India Tax Payer, an NGO which is an affiliate of World Tax Payers Association and besides conducting tax related awareness programmes, he has addressed the members at the World Tax Payers Conference held in Sydney in 2019.

He is in the Finance Committee of ICFAI University, Hyderabad representing the University Grants Commission (UGC).

Shri Kozhumam Chandrasekar Ganesh (DIN: 09390886), a qualified Chartered Accountant with over 26 years of experience is a financial expert with specialization in planning and corporate finance. He has specialized in Telecom and IT Industry having worked with organisations like Infosys, Cognizant and Reliance Infocomm. Currently, he is serving as President of Prayog Advisors LLP, a financial services entity.

Shri Samir Patel (DIN: 09487366) is a Chemical Engineer (B.E.) with over 30 years of experience in manufacturing operations, project execution, and commissioning. He began his career with Search Chem Industries Limited (United Phosphorus Limited Group) and has been associated with the Reliance Group for the past 25 years, with extensive experience in large-scale manufacturing, project execution, and marine and terminal operations.

Ms. Jyothi Menon (DIN: 09484769) is a Commerce Graduate and Chartered Accountant with around 28 years diverse experience in Accounts, Taxation and Commercial functions. Having started her professional journey with Hindustan Lever Limited, she has been associated with Reliance group for past 20 years contributing significantly across various Finance and Commercial domains.

Ms. Mohana Venkatachalam (DIN: 08333092) is the Group Company Secretary and Compliance Officer of Jio Financial Services Limited (JFSL). She is a fellow member of the Institute of Company Secretaries of India and also holds a bachelor's degree in law from Bangalore University. She has over three decades of experience in corporate legislations, compliance, governance and corporate due diligence. Prior to her current role, she was with Reliance Industries Limited from 2016. Her career also includes significant roles at GMR Group and Biocon Limited.

Core Skills/Expertise/Competencies available with the Board:

The Board comprises qualified and experienced members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees. The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Leadership/Operational Experience
- Strategic Planning
- Industry Experience, Research & Development and Innovation
- Global Business
- Financial, Regulatory/Legal & Risk Management
- Corporate Governance
- Audit and Accounting
- Financial and Management Information System

While all the Board members possess the skills identified, their area of core expertise is given below:

Name of the Director	Area of Expertise
Sanjeev Dandekar	• Leadership/Operational Experience • Financial, Regulatory/Legal & Risk Management • Audit and Accounting • Corporate Governance
Venkataramanan Devarajan	• Operational and Industry Experience • Financial and Risk Management • Financial and Management Information System • Audit and Accounting • Global Business • Strategic Planning • Corporate Governance
Kozhumam Chandrasekar Ganesh	• Industry Experience • Financial, Regulatory/Legal & Risk Management • Audit and Accounting • Strategic Planning • Corporate Governance
Samir Patel	• Leadership / Operational Experience • Regulatory / Legal & Risk Management • Industry Experience, Research & Development • Strategic Planning • Corporate Governance

Name of the Director	Area of Expertise
Jyothi Menon	• Financial, Regulatory / Legal & Risk Management • Audit and Accounting • Strategic Planning • Corporate Governance
Mohana Venkatachalam	• Financial, Regulatory / Legal & Risk Management • Corporate Governance • Leadership / Operational Experience

Selection and Appointment of Independent Directors

Considering the requirement of skill sets on the Board, eminent persons having an independent standing in their respective field / profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee (NRC), for appointment, as an Independent Director on the Board.

The NRC, *inter-alia,* considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various committees of other companies by such persons in accordance with the Company's Policy for Appointment of Directors and criteria for determining Directors' independence and recommends to the Board their appointment. The Board considers the NRC's recommendation and takes appropriate decision.

Every Independent Director, at the first meeting of the Board in which he / she participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he / she meets the criteria of independence as provided under the law and that he / she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his / her ability to discharge his / her duties with an objective independent judgement and without any external influence.

In the opinion of the Board, the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

Meeting of Independent Directors

The Company's Independent Directors met once during the financial year 2025-26. The said meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views.

The Independent Directors, *inter-alia*, review the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and also assess the quality, quantity and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Board Meetings and Attendance

Number of Board meetings and attendance of Directors

During the FY 2025-26, 8 (Eight) Board meetings were held as against the statutory requirement of 4 (Four) meetings. The details of Board meetings and attendance of Directors at these meetings and at last Annual General Meeting (AGM) are given below:

Name of the Director	Board Meetings held on								% Attendance of Director	Last AGM held on September 29, 2025
	May 26, 2025	July 10, 2025	July 30, 2025	August 13, 2025	September 1, 2025	November 13, 2025	February 13, 2026	March 30, 2026		
Sanjeev Dandekar	No	Yes	Yes	Yes	Yes	Yes	Yes	Yes	87.5%	Yes
Venkataramanan Devarajan	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes
Kozhumam Chandrasekar Ganesh	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes

Name of the Director	Board Meetings held on								% Attendance of Director	Last AGM held on September 29, 2025
	May 26, 2025	July 10, 2025	July 30, 2025	August 13, 2025	September 1, 2025	November 13, 2025	February 13, 2026	March 30, 2026		
Samir Patel	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes
Jyothi Menon	Yes	Yes	Yes	Yes	No	Yes	Yes	Yes	87.5%	Yes
Mohana Venkatachalam	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes
% Attendance	83.33%	100%	100%	100%	83.33%	100%	100%	100%		

Familiarisation programmes for Board members

The Board members are provided with necessary documents, brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices.

Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company, business strategy, risks involved, CSR activities undertaken and regulatory changes.

Monthly / quarterly updates on relevant statutory, regulatory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

Details of familiarisation programmes for the Independent Directors are available on the website of the Company.

Directors and Officers Insurance

In line with the requirements of Regulation 25(12) read with Regulation 62N(11) of the Listing Regulations, the Company has in place a Directors and Officers Liability Insurance policy.

Performance Evaluation Criteria for Directors

The Nomination and Remuneration Committee has devised the criteria for evaluation of the performance of the Directors including the Independent Directors. The said criteria specifies certain parameters like attendance, acquaintance with business, communication inter-se between board members, effective participation, domain knowledge, compliance with the Codes, strategy, etc., which is in compliance with applicable laws, regulations and guidelines.

Remuneration Policy

The Company's Remuneration Policy for Directors, Key Managerial Personnel and other employees is available on the website of the Company.

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements. The remuneration policy is in consonance with existing industry practice.

Remuneration (sitting fees) of the Non-Executive Directors for the Financial Year 2025-26

Sr. No.	Name of Director	Amount in Rs.
1	Sanjeev Dandekar	95,000
2	Venkataramanan Devarajan	6,30,000
3	Kozhumam Chandrasekar Ganesh	6,60,000
4	Samir Patel	70,000
5	Jyothi Menon	90,000
6	Mohana Venkatachalam	80,000

Sitting Fees for attending Board and Committee meetings are paid to the Non-Executive Directors. The criteria of making payments to Non-Executive Directors is available on the website of the Company.

During the year, there were no other pecuniary relationships or transactions of Non-Executive Directors with the Company.

The Company has not granted any stock options to its Non-Executive Directors.

Board Committees

The Board has constituted 6 (Six) main Committees, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and Finance Committee and is authorised to constitute other functional Committees, from time to time, depending on business needs. The recommendations of the Committees are submitted to the Board for approval. During the year, all the recommendations of the Committees were accepted by the Board.

Ms. Forum Sheth, Company Secretary and Compliance Officer of the Company, is the Secretary to all the Committees constituted by the Board.

Procedure at Committee Meetings

The Company's guidelines relating to the Board meetings are applicable to the Committee meetings. The composition and terms of reference of all the Committees are in compliance with the Companies Act, 2013 and the Listing Regulations, as applicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its functioning. Minutes of the proceedings of Committee meetings are circulated to the respective Committee members and are also placed before the Board for its noting.

Audit Committee

Composition

Sr. No.	Name of the Director	Designation
1	Kozhumam Chandrasekar Ganesh	Chairman
2	Venkataramanan Devarajan	Member
3	Sanjeev Dandekar	Member

All the members of the Audit Committee possess requisite qualifications.

Terms of Reference of the Audit Committee include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
3. Approval of payment to statutory auditors for any other services rendered by them.
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    a. matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
    b. changes, if any, in accounting policies and practices and reasons for the same;
    c. major accounting entries involving estimates based on the exercise of judgment by management;
    d. significant adjustments made in the financial statements arising out of audit findings;
    e. compliance with listing and other legal requirements relating to financial statements;
    f. disclosure of any related party transactions;
    g. modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process.
8. Approval or any subsequent modification of transactions of the Company with related parties.
9. Scrutiny of inter-corporate loans and investments.
10. Valuation of undertakings or assets of the Company, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors of any significant findings and follow up thereon.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors.
18. Reviewing the functioning of the Whistle Blower Mechanism / Oversee the Vigil Mechanism.
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background etc. of the candidate.
20. Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.
21. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc. on the Company and its shareholders.
22. Audit Committee shall mandatorily review the following information:
    a. Management Discussion and Analysis of financial condition and results of operations;
    b. Management letters / letters of internal control weaknesses issued by the statutory auditors;
    c. Internal audit reports relating to internal control weaknesses; and
    d. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
23. Noting of the report of compliance officer as per SEBI (Prohibition of Insider Trading) Regulations, 2015.
24. Reviewing of effectiveness of Internal Control system framed for compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015 to prevent Insider Trading.
25. Carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable.

Meeting and Attendance

During the FY 2025-26, 5 (Five) meetings of the Committee were held, as against the statutory requirement of 4 (Four) meetings. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by			% Attendance at Meeting
	Kozhumam Chandrasekar Ganesh	Venkataramanan Devarajan	Sanjeev Dandekar	
May 26, 2025	Yes	Yes	No	66.67%
August 13, 2025	Yes	Yes	Yes	100%
November 13, 2025	Yes	Yes	Yes	100%
February 13, 2026	Yes	Yes	Yes	100%
March 30, 2026	Yes	Yes	Yes	100%
% Attendance	100%	100%	80%	

The representatives of Statutory Auditors are permanent invitees to the Audit Committee meetings held quarterly, to approve financial results.

The Executives from Accounts department, Finance department, Corporate Secretarial department and Internal Audit department attend the Audit Committee meetings.

The Internal Auditor reports directly to the Audit Committee.

The Chairman of the Committee was present at the last Annual General Meeting held on September 29, 2025.

Nomination and Remuneration Committee

Composition

Sr. No.	Name of the Director	Designation
1	Venkataramanan Devarajan	Chairman
2	Kozhumam Chandrasekar Ganesh	Member
3	Sanjeev Dandekar	Member

Terms of Reference of the Nomination and Remuneration Committee include the following:

1. Formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board of Directors a policy relating to, the remuneration of the Directors, Key Managerial Personnel and other employees.
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
    a. use the services of external agencies, if required;
    b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
    c. consider the time commitments of the candidates.
3. Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors.
4. Devising a policy on Diversity of Board of Directors.
5. Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.

6. Consider extension or continue the term of appointment of the Independent Directors on the basis of the report of performance evaluation of Independent Directors.
7. Recommending to the board, all remuneration, in whatever form, payable to senior management.
8. Specify the manner for effective evaluation of performance of Board of Directors, its Committees and Individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.

Meeting and Attendance

During the FY 2025-26, 1 (One) meeting of the Committee was held as per statutory requirement of 1(One) meeting. The details of the meeting and attendance of members of the Committee at the meeting is given below:

Date of the Meeting	Attended by			% Attendance at Meeting
	Venkataramanan Devarajan	Kozhumam Chandrasekar Ganesh	Sanjeev Dandekar	
May 6, 2025	Yes	Yes	Yes	100%
% Attendance	100%	100%	100%	

The Chairman of the Committee was present at the last Annual General Meeting held on September 29, 2025.

Corporate Social Responsibility Committee

Composition

Sr. No.	Name of the Director	Designation
1	Sanjeev Dandekar	Chairman
2	Venkataramanan Devarajan	Member
3	Kozhumam Chandrasekar Ganesh	Member
4	Samir Patel	Member

Terms of Reference of the Corporate Social Responsibility Committee include the following:

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities/projects/programs to be undertaken by the Company in compliance with the provisions of the Companies Act, 2013 and the rules made thereunder.
2. To recommend the amount of expenditure to be incurred on the activities/projects/programs referred to above.
3. To monitor the implementation of the Corporate Social Responsibility Policy of the Company from time to time.
4. To approve annual report on Corporate Social Responsibility activities to be annexed to the Board's Report.
5. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for the performance of its duties.

Meeting and Attendance

During the FY 2025-26, 3 (Three) meetings of the Committee were held. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by				% Attendance at Meeting
	Sanjeev Dandekar	Venkataramanan Devarajan	Kozhumam Chandrasekar Ganesh	Samir Patel	
May 6, 2025	Yes	Yes	Yes	Yes	100%
May 26, 2025	No	Yes	Yes	Yes	75%
August 13, 2025	Yes	Yes	Yes	Yes	100%
% Attendance	66.67%	100%	100%	100%	

Risk Management Committee

Composition

Sr. No.	Name of the Director	Designation
1	Sanjeev Dandekar	Chairman
2	Kozhumam Chandrasekar Ganesh	Member
3	Samir Patel	Member

Terms of Reference of the Risk Management Committee include the following:

1. To formulate a detailed risk management policy which shall include:
   a. A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
   b. Measures for risk mitigation including systems and processes for internal control of identified risks.
   c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

Meeting and Attendance

During the FY 2025-26, 2 (Two) meetings of the Committee were held as per statutory requirement of 2 (Two) meetings. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by			% Attendance at Meeting
	Sanjeev Dandekar	Kozhumam Chandrasekar Ganesh	Samir Patel	
May 6, 2025	Yes	Yes	Yes	100%
November 13, 2025	Yes	Yes	Yes	100%
% Attendance	100%	100%	100%	

Stakeholders Relationship Committee

Composition

Sr. No.	Name of the Director	Designation
1	Sanjeev Dandekar	Chairman
2	Venkataramanan Devarajan	Member
3	Jyothi Menon	Member

Terms of Reference of the Stakeholders Relationship Committee include the following:

1. Resolving the grievances of the debt security holders of the Company including complaints related to transfer/transmission/ conversion of debt securities, non-receipt of notices of meetings, as applicable, annual report, non-receipt of interest, non-receipt of redemption proceeds, issue of new/duplicate certificates, etc.
2. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
3. Reviewing various measures and initiatives taken by the Company for ensuring timely receipt of interest / redemption proceeds / notices of meetings, as applicable, annual reports / statutory notices by the debenture holders of the Company.

Meeting and Attendance

During the FY 2025-26, 1 (One) meeting of the Committee was held, in line with the statutory requirement of 1 (One) meeting. The details of the meeting and attendance of members of the Committee at the meeting is given below:

Date of the Meeting	Attended by			% Attendance at Meeting
	Sanjeev Dandekar	Venkataramanan Devarajan	Jyothi Menon	
May 6, 2025	Yes	Yes	Yes	100%
% Attendance	100%	100%	100%	

The Chairman of the Committee was present at the last Annual General Meeting held on September 29, 2025.

Investor Grievance Redressal

There were no complaints pending at the beginning of the FY 2025-26. Further, no new complaints were received by the Company during the FY 2025-26.

Compliance Officer

Ms. Forum Sheth, Company Secretary and Compliance Officer, is the Compliance Officer of the Company.

Finance Committee

Composition

Sr. No.	Name of the Director	Designation
1	Sanjeev Dandekar	Chairman
2	Samir Patel	Member
3	Jyothi Menon	Member

Terms of Reference of the Finance Committee include the following:

1. Exercise all powers to borrow money (otherwise than by issue of debentures) within limits approved by the Board, and take necessary actions connected therewith, including refinancing for optimisation of borrowing costs.
2. Borrow money by way of loan and / or issue and allot bonds / notes denominated in one or more foreign currencies in international markets for the purpose of refinancing the existing debt, capital expenditure, general corporate purposes, including working capital requirements and possible strategic investments within limits approved by the Board.
3. Give guarantees / issue letters of comfort / providing securities within the limits approved by the Board.
4. Provide corporate guarantee / performance guarantee by the Company within the limits approved by the Board.
5. Invest/disinvest, from time to time, surplus funds of the Company within the limits approved by the Board.
6. Place inter corporate deposits / make loans to bodies corporates, Limited Liability Partnerships, Trust and other persons within the limits approved by the Board.

7. Approve opening and operation of Investment Management Accounts with foreign banks and appoint them as agents, establishment of representative / sales offices in or outside India.
8. Delegate authorities from time to time to the executives / authorised persons to implement the Committee's decisions.
9. Carry out any other function as is mandated by the Board from time to time.

Meeting and Attendance

1 (One) meeting of the Committee was held during the year. The details of the meeting and attendance of members of the Committee at the meeting is given below:

Date of the Meeting	Attended by			% Attendance at Meeting
	Sanjeev Dandekar	Samir Patel	Jyothi Menon	
May 26, 2025	No	Yes	Yes	66.67%
% Attendance	-	100%	100%	

Succession Planning

The Company believes that sound succession plan for the senior leadership is very important for creating a robust future for the Company. The Nomination and Remuneration Committee works along with the Human Resource team of the Company for a structured leadership succession plan.

Senior Management

Particulars of Senior Management

Sr. No.	Name of Senior Management Personnel	Designation
1.	Shri Suresh Subramaniam	Manager
2.	Shri Ritesh Shiyal	Chief Financial Officer
3.	Ms. Forum Jay Sheth	Company Secretary and Compliance Officer
4.	Shri Mithilesh K Singh	Senior Vice President
5.	Shri Nishant Vashi	Vice President
6.	Shri Mahesh Chaudhari	Vice President
7.	Shri Krupanidhi Mani Tripathi	Vice President

During the financial year, there was no change in the senior management personnel.

General Body Meetings

a) Annual General Meetings

The date, time and venue of the Annual General Meetings held during preceding 3 (Three) years and the special resolution(s) passed thereat, are as follows:

Year	Date	Time	Venue	Special Resolution(s) passed
2024-25	September 29, 2025	3:30 p.m.	Held through video conference / other audio-visual means (Deemed venue - Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar - 361140, Gujarat)	No special resolution was passed.
2023-24	September 30, 2024	3:00 p.m.	Held through video conference / other audio-visual means (Deemed venue - Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar - 361140, Gujarat)	No special resolution was passed.

Year	Date	Time	Venue	Special Resolution(s) passed
2022-23	September 29, 2023	3:00 p.m.	Held through video conference / other audio-visual means (Deemed venue - Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar - 361140, Gujarat)	Alteration of the Articles of Association of the Company

Postal Ballot

Postal Ballot is not applicable to the Company.

Means of Communication

a) **Quarterly results:** The Company's quarterly / half-yearly / annual financial results are sent to the Stock Exchange and published in an English newspaper. They are also available on the website of the Company.

b) **Website:** The Company has a functional website: https://sptl.co.in/ which contains information about the Company.

c) **Annual Report:** The Annual Report containing, inter-alia, Audited Financial Statement, Audited Consolidated Financial Statement, Board's Report, Auditors' Report(s), Report on Corporate Governance and other important information is circulated to the members and others entitled thereto. The Annual Report is also available on the website of the Company.

d) **BSE Listing Centre (Listing Centre):** Listing Centre is a web-based application designed by BSE for corporates. All periodical and other compliance filings are filed electronically on the Listing Centre.

e) **SEBI Complaints Redressal System (SCORES):** Investor complaints are processed at Securities and Exchange Board of India ("SEBI") in a centralised web-based complaints redressal system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports by the companies and online viewing by investors of actions taken on the complaints and their current status.

f) **Designated Exclusive email-ids:** The Company has designated the following email-ids:

   a) For queries on Annual Report: company.secretary@sptl.co.in

   b) For queries in respect of debentures: debenture.investors@sptl.co.in

g) **Online Dispute Resolution:** SEBI vide its Circular dated July 31, 2023 issued guidelines for members to resolve their grievances by way of Online Dispute Resolution ("ODR") through a common ODR portal. If the grievance is not redressed satisfactorily by the Registrar and Transfer Agent (KFin Technologies Limited), the member may escalate the same through: i) SCORES Portal in accordance with the SCORES guidelines, and ii) if the member is not satisfied with the outcome, dispute resolution can be initiated through the ODR Portal at https://smartodr.in/login.

h) **News releases:** The Company has not made any news releases during the financial year 2025-26.

i) **Presentations to institutional investors / analysts:** The Company has not made any presentation to institutional investors / analysts, during the financial year 2025-26.

General Shareholder Information

(a)	**Annual General Meeting**	Friday, September 25, 2026 at 3:30 p.m. through Video Conferencing / Other Audio Visual Means as set out in the Notice convening the Annual General Meeting. Deemed venue of the meeting is Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar - 361140, Gujarat
(b)	**Financial Year**	April 1 to March 31
(c)	**Financial Calendar**	(Tentative) Results for the quarter ending: June 30, 2026 - Second week of August, 2026; September 30, 2026 - Second week of November, 2026; December 31, 2026 - Second week of February, 2027; and March 31, 2027 - Fourth week of May, 2027. Annual General Meeting – August / September
(d)	**Dividend Payment Date**	The Board of Directors of the Company has not recommended any dividend on Preference Shares and Equity Shares for the year under review.

(e)	**The name and address of each stock exchange(s) at which the Company's securities are listed**	**Debentures** BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 **Commercial Papers** BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
(f)	**In case of securities are suspended from trading, the directors report shall explain the reason thereof**	Not Applicable *The non-convertible debentures of the Company are not suspended from trading.
(g)	**Payment of Listing Fees**	Annual listing fees for the FY 2026-27 has been paid by the Company to BSE Limited.
(h)	**Payment of Depository Fees**	Annual Custody / Issuer fee for the financial year 2026-27 has been paid by the Company within the due date based on invoices received from the Depositories.

**The equity shares of the Company are not listed on the stock exchange and hence certain details are not applicable to the Company.*

List of all credit ratings obtained by the Company along with any revisions thereto during the relevant financial year, for all debt instruments

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies. There has been no revision in credit ratings during the FY 2025-26. The details of the Credit Ratings are given below:

Instrument	Rating Agency	Rating	Outlook	Remarks
Long term Debt	CRISIL Ratings Limited	CRISIL AAA	Stable	Highest rating awarded by CRISIL Ratings Limited
Long term Debt	CARE Ratings Limited	CARE AAA	Stable	Highest rating awarded by CARE Ratings Limited

Transfer of Unclaimed / Unpaid Amounts to the Investor Education and Protection Fund

Not Applicable

Unclaimed amounts relating to interest and/or redemption proceeds of debentures issued by the Company

During the FY 2025-26, no claims were received by the Company from the debenture holders with respect to any amounts. No unclaimed amounts relating to interest and/or redemption proceeds of debentures is lying with the Company as on the date of this report.

Ms. Forum Sheth is the Nodal Officer of the Company for the purpose of addressing queries or grievances, if any, relating to claim of unclaimed interest and / or redemption proceeds. The details of the Nodal Officer is available on the website of the Company.

Equity Shares in the Demat Suspense Account / Unclaimed Suspense Account

Not Applicable

Debenture Trustee

Axis Trustee Services Limited

Correspondence address: The Ruby, 2nd Floor, SW, 29,
Senapati Bapat Marg, Dadar (West),
Mumbai – 400 028
Tel: +91-22-62300451
Fax: +91-22-62300700
E-mail: debenturetrustee@axistrustee.in
Website: www.axistrustee.in

Registrar and Transfer Agent

KFin Technologies Limited
Selenium, Tower B, Plot No - 31 & 32,
Financial District, Nanakramguda,
Serilingampally, Hyderabad, Rangareddi,
Telangana, India 500 032
Toll Free No.: 1800 309 4001
Email: v.balakrishnan@kfintech.com
Website: www.kfintech.com

Securities Transfer System

As mandated by SEBI, securities of the Company can be transferred / traded only in dematerialized form.

Distribution of Equity shareholding as on March 31, 2026

The Company is a wholly owned subsidiary of Reliance Industries Holding Private Limited (RIHPL). The entire equity shareholding of the Company is held by RIHPL and its nominees.

Dematerialization of shares and liquidity

All the equity shares of the Company are in dematerialized form as on March 31, 2026. Under the Depository System, the International Securities Identification Number ("ISIN") allotted to the Company's equity shares is INE941D01029.

Dematerialization of Debentures

The Debentures of the Company are in dematerialized form as on March 31, 2026. Under the Depository System, the ISIN allotted to the Company's Debentures are INE941D07158, INE941D07166, INE941D07208 and INE941D07216.

Outstanding Global Depository Receipts (GDRs) / American Depository Receipts (ADRs) / Warrants or any convertible instruments, conversion date and likely impact on equity

During the year under review, the Company has fully redeemed 350,00,00,000 9% Non-Cumulative Optionally Convertible Preference Shares (OCPS) of face value of Rs. 10/- each as per the revised terms of OCPS.

Other than the OCPS mentioned above, the Company has no outstanding GDRs / ADRs / Warrants or any other instrument, which is convertible into equity shares of the Company.

Commodity Price Risk / Foreign Exchange Risk and Hedging Activities

The Company's business activities have limited exposure to any commodity price risks.

The Company's payables and receivables are partly in foreign currencies and due to fluctuations in foreign exchange rates, it is subject to currency risks. The Company has in place a robust risk management framework for identification and monitoring and mitigation of foreign exchange risks. The risks are tracked and monitored on a regular basis and mitigation strategies are adopted in line with the risk management framework. For further details on the above risks, please refer Note No. 38 of the Standalone Financial Statements.

Exposures are identified and measured across the Company so that appropriate hedging can be done on a net basis. Strategic decisions regarding the timing and the usage of derivatives instruments such as Swaps / Forwards are taken based on various factors including market conditions.

Plant Location

Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361140, Gujarat

Address for Correspondence

For Debentures held in Demat form

Investors' concerned Depository Participant(s) and / or KFin Technologies Limited
KFin Technologies Limited
Selenium, Tower B, Plot No - 31 & 32,
Financial District, Nanakramguda,
Serilingampally, Hyderabad, Rangareddi,
Telangana, India 500 032
Toll Free No.: 1800 309 4001
Email: v.balakrishnan@kfintech.com
Website: www.kfintech.com

Any query on the Annual Report

Forum Sheth
Company Secretary and Compliance Officer
Sikka Ports & Terminals Limited
Admin Building, MTF Area, Village Sikka,
Taluka & District Jamnagar - 361140, Gujarat.
E-mail: company.secretary@sptl.co.in

Other Disclosures

Disclosure on materially significant related party transactions that may have potential conflict with the Company's interests at large

The Company undertakes business transactions with various related parties. The related party transactions are entered into based on considerations of various business exigencies, such as synergy in operations, Company's long term strategy for investment of resources, liquidity and raising of capital resources.

The Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is available on the website of the Company.

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

There were no materially significant related party transactions which could have potential conflict with interests of the Company at large.

During the FY 2025-26, contracts/arrangements/transactions were entered into with related parties in accordance with the policy of the Company on Materiality of Related Party Transactions and on dealing with Related Party Transactions. The Company has made full disclosure of transactions with the related parties as set out in Note no. 33 of Standalone Financial Statement, forming part of the Annual Report.

Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange(s) or SEBI, or any other statutory authority, on any matter related to capital markets during the last three years

The Company had received a notice via email from BSE Limited on March 13, 2026 regarding imposition of fine of Rs. 5,900 (including GST) for the non-compliance as per SEBI Circular No. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103 dated July 29, 2022 ("SEBI SOP Circular"). In response to the same, the Company had sought a waiver on March 25, 2026, from BSE Limited. On May 18, 2026, BSE Limited communicated withdrawal of fine, based on the representations made by the Company.

Other than the above, there has been no instance of non-compliance by the Company and no penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any other statutory authority on any matter related to capital markets during last three years.

Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A)

Not Applicable

Weblinks for the matters referred in this Report are as under:

Particulars	Website link
Policies and Codes	
Code of Conduct	https://www.sptl.co.in/pdf/SPTL-Code-of-Conduct.pdf
Our Code	https://sptl.co.in/pdf/SPTL-Our-Code.pdf
Familiarisation Programme for Independent Directors	https://www.sptl.co.in/pdf/sptl-familiarisation-programme-fy-2025-26.pdf
Remuneration Policy for Directors, Key Managerial Personnel and other employees	https://sptl.co.in/pdf/sptl-remuneration-policy-for-directors-and-other-employees.pdf
Criteria of making payments to Non-Executive Directors	https://sptl.co.in/pdf/sptl-remuneration-policy-for-directors-and-other-employees.pdf
Policy for Appointment of Directors and criteria for determining Directors' independence	https://sptl.co.in/pdf/sptl-policy-appointment-of-directors-and-determining-directors.pdf
Policy for determining Material Subsidiaries	https://www.sptl.co.in/pdf/SPTL-Material-Subsidiaries.pdf
Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions	https://www.sptl.co.in/pdf/sptl-policy-material-related-party-transactions.pdf
Web Archival Policy	https://www.sptl.co.in/pdf/SPTL-Web-Archival-Policy.pdf
Vigil Mechanism and Whistle-Blower Policy	https://sptl.co.in/pdf/sptl-vigil-mechanism-whistle-policy.pdf
Policy for enabling Debenture holders to claim unclaimed Interest and/or Redemption amount	https://sptl.co.in/pdf/SPTL-Policy.pdf
Reports	
Quarterly, Half-yearly and Annual Financial Results (from 2015 to 2026)	https://www.sptl.co.in/investorrelations.html
Annual Report (from 2014 to 2026)	https://www.sptl.co.in/investorrelations.html
Shareholders' Information	
Composition of Board of Directors	https://www.sptl.co.in/aboutus.html
Composition of various Committees of the Board	https://www.sptl.co.in/aboutus.html
Investor Contacts	https://www.sptl.co.in/contact.html

Non-compliance of any requirement of Corporate Governance Report of sub-paras (2) to (10) of Para C to Schedule V of the Listing Regulations

The Company has complied with all the requirements in this regard, to the extent applicable.

Compliance Certificate from the Practising Company Secretaries

Certificate from ANGC & Co. LLP, Practising Company Secretaries, confirming compliance with conditions of Corporate Governance, as stipulated in Schedule V of the Listing Regulations, is attached to this Report.

Adoption of Mandatory and Discretionary Requirements

The Company has complied with all mandatory requirements of the Listing Regulations.

The Company has adopted the following discretionary requirements of the Listing Regulations:

a) Audit Qualification

The Company is in the regime of unmodified audit opinions on financial statements.

b) Reporting of Internal Auditor

The Internal Auditor reports directly to the Audit Committee.

c) Separation of the positions of Chairman and Managing Director/Chief Executive Officer

The Company does not have a Managing Director or Chief Executive Officer, and the position of Chairman of the Board is held by a Non-Executive Director.

The Company is in compliance with the Corporate Governance requirements specified in Regulations 17 to 27, 62 and Chapter VA of the Listing Regulations.

Certificate of Non-Disqualification of Directors

Certificate from ANGC & Co. LLP, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Schedule V Para C Clause 10(i) of the Listing Regulations, is attached to this Report.

Fees paid to Statutory Auditors

The total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to Statutory Auditors of the Company, during the year ended March 31, 2026 is Rs. 1.09 crore. As confirmed by Statutory Auditors of the Company, they are not part of any network firm/network entity.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to provide a work environment which ensures that every employee is treated with dignity, respect and afforded equal treatment. There were no cases/complaints filed during the year, under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("under the said Act").

Further, the Company has constituted Internal Complaints Committee as required under the said Act.

During the financial year under review:

a. Number of complaints of sexual harassment filed - Nil

b. Number of complaints disposed of - Nil

c. Number of complaints pending at the end - Nil

Disclosure by the Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount'

The Company and its subsidiaries have not given any loans or advances to any firm/company in which its directors are interested.

Details of material subsidiaries of the Company; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries

The Company does not have any material subsidiary.

Manager and CFO Certification

The Manager and Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) read with Regulation 62D(14) of the Listing Regulations, copy of which is attached to this report.

Certificate on compliance with Code of Conduct

With reference to Para D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Conduct' and 'Our Code' in respect of the FY 2025-26.

Suresh Subramaniam
Manager

May 27, 2026
Mumbai

Certificate on Compliance with Corporate Governance requirements

[Pursuant to BSE Circular dated January 07, 2022 and Para E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
Sikka Ports & Terminals Limited,
Admin Building, MTF Area
Village Sikka, Taluka & District Jamnagar
Jamnagar - 361140, Gujarat

We, **ANGC & Co. LLP, Company Secretaries**, have examined the compliance of conditions of corporate governance as stipulated under regulations 62, 62D to 62Q and paragraphs C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("SEBI Listing Regulations") by Sikka Ports & Terminals Limited ("**the Company**") having CIN:U45102GJ1997PLC031906, for the year ended on March 31, 2026.

Management's Responsibility

The Management, along with the Board of Directors, are responsible for ensuring the compliance of conditions of corporate governance as stipulated under the SEBI Listing Regulations. This responsibility includes the design, implementation and maintenance of internal controls and making requisite disclosures and filings with the stock exchange from time to time as stipulated in the SEBI Listing Regulations.

Auditor's Responsibility

Based on the examination, our responsibility is to express an opinion on the compliance with the applicable regulations, maintenance of records, submissions and disclosures made by the Company as stipulated in the SEBI Listing Regulations. We conducted the examination in accordance with the auditing standards CSAS 1 to CSAS 3 ("CSAS") prescribed by the Institute of Company Secretaries of India. These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

Basis for Opinion

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance on the timely compliances and correctness of the documents, disclosures and filings for the purpose of the compliance with the corporate governance conditions. The verification was done on test basis to ensure that correct information is provided in the documents. We believe that the processes and practices followed provide a reasonable basis for our opinion.

Opinion

Based on our examination of records provided by the Company, filings made by the Company available on website of BSE Limited, the documents posted on the website of the Company and according to the information and explanations provided to us by the officers and representatives of the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 62, 62D to 62Q and paragraphs C, D and E of Schedule V to the SEBI Listing Regulations during the year ended March 31, 2026.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

The certificate is addressed and provided to the members of the Company solely for the purpose of complying with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose.

For ANGC & Co. LLP
Company Secretaries

Anshu Agarwal
Managing Partner
Firm Registration No.: L2026MH021300
Peer review No.: 6958/2025
Membership number: F9921
C.P. number: 27897
UDIN: F009921H000510487

Date: May 27, 2026
Place: Mauritius

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to BSE Notice No. 20220107-16 dated January 07, 2022 and clause 10(i) of Para C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members,
Sikka Ports & Terminals Limited,
Admin Building, MTF Area
Village Sikka, Taluka & District Jamnagar
Jamnagar - 361140, Gujarat

We, **ANGC & Co. LLP, Company Secretaries** have examined the relevant registers, records, forms and returns and disclosures received from the directors of Sikka Ports & Terminals Limited having CIN- U45102GJ1997PLC031906 and having Registered Office at Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar - 361140, Gujarat (hereinafter referred to as "**the Company**"), provided by the Company through permitted access to the Company's in- house portal for the purpose of issuing this Certificate, in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number ("DIN") status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Designation	Date of appointment
1.	Sanjeev Moreshwar Dandekar	00022797	Director	October 20, 2020
2.	Samir Laxmanbhai Patel	09487366	Director	February 10, 2022
3.	Jyothi Anil Menon	09484769	Director	March 31, 2022
4.	Devarajan Venkataramanan	07749448	Director	March 31, 2023
5.	Kozhumam Chandrasekar Ganesh	09390886	Director	March 31, 2023
6.	Mohana Venkatachalam	08333092	Nominee Director	February 13, 2024

Ensuring the eligibility for the continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For ANGC & Co. LLP
Company Secretaries

Anshu Agarwal
Managing Partner
Firm Registration No.: L2026MH021300
Peer review No.: 6958/2025
Membership number: F9921
C.P. number: 27897
UDIN: F009921H000510454

Date: May 27, 2026
Place: Mauritius

Certificate under Regulation 17(8) read with Regulation 62D(14) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
Sikka Ports & Terminals Limited

1. We have reviewed financial statements and the cash flow statement of Sikka Ports & Terminals Limited ("the Company") for the year ended March 31, 2026 and to the best of our knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

4. We have indicated to the Auditors and the Audit Committee that:

   i. there are no significant changes in internal controls over financial reporting during the year;

   ii. there are no significant changes in accounting policies during the year; and

   iii. there are no instances of significant fraud of which we have become aware.

Suresh Subramaniam
Manager

Ritesh Shiyal
Chief Financial Officer

Date : May 27, 2026
Place : Mumbai

BOARD'S REPORT

Dear Members,

The Board of Directors present the Company's Thirtieth Annual Report and the Company's audited financial statements for the financial year ended March 31, 2026.

Financial Results

The Company's financial performance (standalone and consolidated) for the year ended March 31, 2026 is summarised below:

(Rs. in crore)

	Standalone		Consolidated	
	2025-26	**2024-25**	**2025-26**	**2024-25**
Revenue from Operations	5,331.12	5,151.16	5,331.12	5,151.16
Other Income	3,167.42	3,284.58	3,167.14	3,284.58
Profit before Interest, Tax and Depreciation	3,849.83	5,208.27	3,834.66	5,208.27
Profit before Exceptional Items and Tax	**1,360.15**	**2,512.17**	**1,343.94**	**2,512.17**
Exceptional Items (refer Note below)	5,414.30	-	5,414.30	-
Profit before Tax	6,774.45	2,512.17	6,758.24	2,512.17
Less: Current Tax	1,116.50	1,281.50	1,116.50	1,281.50
Deferred Tax	(76.27)	(112.42)	(76.27)	(112.42)
Profit Before Share in Profit / (Loss) of Associates and Jointly Controlled Entities	**5,734.22**	**1,343.09**	**5,718.01**	**1,343.09**
Share of Profit / (Loss) of Associates and Jointly Controlled Entities	**-**	**-**	**-**	**-**
Profit for the Year	**5,734.22**	**1,343.09**	**5,718.01**	**1,343.09**
Add: Other Comprehensive Income (OCI)	411.07	(154.30)	412.13	(154.30)
Total Comprehensive Income for the year	**6,145.29**	**1,188.79**	**6,130.14**	**1,188.79**
Balance in Retained Earnings and OCI	**5,373.57**	4,184.78	**5,373.57**	4,184.78
Appropriations: Transfer to Capital Redemption Reserve	3,500.00	-	3,500.00	-
Closing Balance in Retained Earnings and OCI	**8,018.86**	**5,373.57**	**8,003.71**	**5,373.57**

Note: Exceptional Items

The Exceptional Items represents (i) Rs. 2,276.30 crore gain recognised by Company on assignment/securitization of receivables (pertaining to loans amounting to Rs. 13,723.70 crore) to trusts established under Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008. The trust has issued pass-through certificates to institutional investors (mutual funds and merchant banks). (ii) Rs. 3,138.00 crore gain recognised on Redeemable Preference Shares of Jamnagar Utilities & Power Private Limited upon its redemption.

Transfer to Reserves

The Board of Directors of the Company has transferred an amount of Rs. 3,500 crore to Capital Redemption Reserve during the year under review.

Operations

During the year under review, the Company has continued to provide seamless port infrastructure services to the manufacturing facilities of Reliance Industries Limited at Jamnagar. During the year under review, 1596 vessels were handled at the port facilities of the Company with ~126.37 million tonnes of crude, petroleum and petrochemical products.

The Plant and Equipment Hiring Division of the Company, which has variety of equipment viz. crawler cranes, hydraulic cranes, earth moving equipment, electrical equipment, forklifts and trucks, has logged in over 21.93 lakh working hours during the year under review. The Company has also handled over 4.25 lakh metric tonnes of cargo in Special Economic Zone area at Jamnagar.

As at March 31, 2026, the Company has outstanding loans to / investments in units of Rs. 13,618.49 crore in (i) Digital Fibre Infrastructure Trust (DFIT), an Infrastructure Investment Trust (InvIT) which controls Jio Digital Fibre Private Limited (JDFPL), engaged in operating, maintaining and managing optic fibre cables and related assets and providing optic fibre infrastructure services to telecommunications service providers and (ii)

Intelligent Supply Chain Infrastructure Trust (ISCIT) which controls Intelligent Supply Chain Infrastructure Management Private Limited (ISCIMPL) engaged in business of providing warehousing services. These long term loans / investments are generating steady returns and cash flows to the Company.

During the year under review, the Company has acquired Capstone Commodities DMCC, incorporated in Dubai, UAE, which in turn has acquired 100% membership interest in Mineral Ridge Gold LLC (MRG). MRG is developing a mineral site located in Nevada, USA for mining and extraction of precious metals.

Material changes and commitments affecting the Company

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

Dividend

The Board of Directors of the Company have not recommended any dividend on Preference Shares and Equity Shares for the year under review.

Credit Rating

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies. The details of credit ratings are disclosed in the Corporate Governance Report, which forms part of the Annual Report.

Consolidated Financial Statements

In accordance with the provisions of the Companies Act, 2013 (the "Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") read with Ind AS 110 - Consolidated Financial Statements and Ind AS 28 - Investments in Associates and Joint Ventures, the consolidated audited financial statements for the financial year ended March 31, 2026 forms part of the Annual Report.

Subsidiary, Joint Venture and Associate Companies

During the year under review, Capstone Commodities DMCC, Dubai and Mineral Ridge Gold LLC, USA have become wholly-owned subsidiaries of the Company.

Humm Info Care Private Limited, Nandanbala Commercials Private Limited, Krama Enterprises Private Limited and Starlight Pictures Private Limited are associate companies of the Company. During the year under review, Jamnagar Utilities & Power Private Limited and Aprameya Commercials Private Limited have ceased to be associate companies of the Company upon disposal of investment made by the Company in these entities.

Amritkalash Commercial LLP, Drishtimohan Commercial LLP and Vaijayanti Commercial LLP are jointly controlled entities of the Company.

A statement providing details of performance and salient features of the financial statements of subsidiary companies, associate companies and jointly controlled entities as per Section 129(3) of the Act, is provided as Annexure "A" to the consolidated audited financial statements and therefore not repeated in this Report for the sake of brevity.

The audited financial statements including the consolidated financial statements of the Company and all other documents required to be attached thereto are available on the Company's website and can be accessed at https://www.sptl.co.in/pdf/sptl-Annual-Report-2025-26.pdf.

The Policy for determining Material Subsidiaries is available on the Company's website and can be accessed at https://sptl.co.in/pdf/SPTL-Material-Subsidiaries.pdf.

Subscription to warrants of Jio Financial Services Limited

The Company has subscribed to and Jio Financial Services Limited (JFSL) has allotted 25,00,00,000 warrants on September 3, 2025 @ Rs. 316.50 per warrant. Each warrant is convertible into 1 Equity Share of JFSL. The Company has paid 25% against each warrant i.e. Rs. 79.125 per warrant aggregating Rs. 1,978.125 crore. The balance amount of Rs. 237.375 per warrant aggregating Rs. 5,934.375 crore is payable by the Company within a period of 18 months from the date of allotment, in one or more tranches, for conversion of the warrants into Equity Shares of JFSL.

Out of the 25,00,00,000 share warrants of JFSL, subscribed to by the Company during the financial year, the Company has exercised conversion rights in respect of 12,50,00,000 warrants on April 21, 2026 and paid the balance amount of Rs. 237.375 per warrant aggregating to Rs. 2,967.19 crore.

Redemption of Preference Shares

During the year under review, the Company has made an early redemption of 350,00,00,000 9% Non-Cumulative Optionally Convertible Preference Shares (OCPS) of face value of Rs. 10/- each aggregating Rs. 3,500 crore (Rupees Three Thousand Five Hundred Crore only) on February 17, 2026 at par. Consequently, Capital Redemption Reserve (CRR) of Rs. 3,500 crore representing the face value of OCPS has been created during the year ended March 31, 2026. The CRR will be utilised in accordance with the provisions of the Companies Act, 2013.

Redemption of Debentures subsequent to March 31, 2026

The Company has redeemed (i) 51,680 Zero Coupon Unlisted Secured Redeemable Non-Convertible Debentures - PPD 13 (Debentures PPD 13) of the face value of Rs. 10,00,000/- each

aggregating to Rs. 5,168 crore (Rupees Five Thousand One Hundred Sixty Eight Crore only) on April 17, 2026 as per the terms of issue of Debentures PPD 13 and (ii) 40,000 - 6.75% Secured Redeemable Non-Convertible Debentures - PPD 12 (Debentures PPD 12) of the face value of Rs. 10,00,000/- each aggregating to Rs. 4,000 crore (Rupees Four Thousand Crore only) alongwith interest due on the said Debentures PPD 12, on April 22, 2026 as per the terms of issue of Debentures PPD 12.

Directors' Responsibility Statement

Your Directors state that:

(a) in the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;

(b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date;

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the annual accounts on a 'going concern' basis;

(e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

(f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Corporate Governance

The Non-Convertible Debentures aggregating to Rs. 8,000 crore (outstanding as at March 31, 2026) issued by the Company on a private placement basis are listed on the Wholesale Debt Market segment of BSE Limited and hence the Company is a "High Value Debt Listed Entity" ("HVDLE") in terms of the provisions of Listing Regulations.

The Company is committed to maintain the highest standards of Corporate Governance and adheres to the Corporate Governance requirements set out by Securities and Exchange Board of India (SEBI).

The report on Corporate Governance as stipulated under the Listing Regulations forms part of the Annual Report. Certificate from Practicing Company Secretaries confirming compliance with the conditions of Corporate Governance is attached to the report on Corporate Governance.

Contracts or arrangements with Related Parties

During the year under review:

a) all contracts/arrangements/transactions entered by the Company with related parties were in the ordinary course of business and on arm's length basis.

b) contracts/arrangements/transactions, were entered into with related parties in accordance with the policy of the Company on Materiality of Related Party Transactions and on dealing with Related Party Transactions.

The Company had not entered into any contract / arrangement / transaction with related parties which is required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is available on the Company's website and can be accessed at https://sptl.co.in/pdf/sptl-policy-material-related-party-transactions.pdf.

There were no materially significant related party transactions which could have potential conflict with the interests of the Company at large.

Members may refer to Note 33 of the Standalone Financial Statements which sets out related parties disclosures pursuant to Ind AS.

Corporate Social Responsibility (CSR)

The Corporate Social Responsibility Policy (CSR Policy), indicating the activities to be undertaken by the Company, formulated by the Corporate Social Responsibility Committee and approved by the Board, continues to be unchanged.

The CSR Policy is available on the Company's website and can be accessed at https://www.sptl.co.in/pdf/sptl-csr-policy.pdf.

In terms of the CSR Policy, the focus areas of engagement are rural transformation, affordable healthcare solutions, access to quality education, environmental sustainability, animal welfare and protection of national heritage.

During the year under review, the Company has spent Rs. 43.65 crore (2% of the average net profits of the immediately preceding three financial years) towards identified and approved CSR initiatives covered under Schedule VII to the Act, through implementing agencies. The Annual Report on CSR activities

including summary of Impact Assessment Report is annexed and marked as **Annexure I** to this Report.

Risk Management

The Company has in place a Risk Management Policy which provides for a robust risk management framework to identify and assess risks such as operational, financial, regulatory and other risks. There is an adequate risk management infrastructure in place capable of addressing such risks.

The Risk Management Committee has, inter-alia, been entrusted with the responsibility to assist the Board:

a. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.

b. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.

Internal Financial Controls

The Company has adequate internal financial controls commensurate with the size of the business and nature of its operations, designed to provide reasonable assurance with regard to the accuracy and completeness of the accounting records and timely preparation and provision of reliable financial statements.

Directors and Key Managerial Personnel

In accordance with the provisions of the Act and the Articles of Association of the Company, Shri Samir Patel (DIN: 09487366), Director of the Company, retires by rotation at the ensuing Annual General Meeting. The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, has recommended his re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that:

a. they meet the criteria of independence prescribed under the Act and the Listing Regulations; and

b. they have registered their names in the Independent Directors' Databank.

There was no change in the Key Managerial Personnel of the Company during the year under review.

The Company has devised, *inter-alia,* the following policies viz.:

1. Policy for Appointment of Directors and criteria for determining Directors' independence; and

2. Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

The aforesaid policies are available on the Company's website and can be accessed at https://sptl.co.in/pdf/sptl-policy-appointment-of-directors-and-determining-directors.pdf and https://sptl.co.in/pdf/sptl-remuneration-policy-for-directors-and-other-employees.pdf.

The Policy for Appointment of Directors and criteria for determining Directors' independence sets out the guiding principles for the Nomination and Remuneration Committee (NRC) for identifying persons who are qualified to become Directors and to determine the independence of Directors, while considering their appointment as Independent Directors of the Company. The Policy also provides for the factors in evaluating the suitability of individual Board members with diverse background and experience that are relevant for the Company's operations. There has been no change in the policy during the year under review.

The Remuneration Policy for Directors, Key Managerial Personnel and other employees sets out the guiding principles for the NRC for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees of the Company. There has been no change in the policy during the year under review.

Performance Evaluation

The Company has a policy for performance evaluation of the Board, its Committees and Individual Directors (including Independent Directors) which includes criteria for performance evaluation of the Non-executive Directors and Executive Directors. The evaluation process, inter-alia, considers attendance of Directors at Board and committee meetings, acquaintance with business, communication inter-se board members, effective participation, compliance with code of conduct, etc. which is in compliance with applicable laws, regulations and guidelines.

In accordance with the manner of evaluation specified by the NRC, the Board carried out annual performance evaluation of the Board, its Committees and Individual Directors.

The Independent Directors carried out annual performance evaluation of the Chairman, the non-independent directors and the Board as a whole. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on the report of evaluation received from the respective Committees. A consolidated report was shared with the Board for its review.

Auditors and Auditors' Report

a. Statutory Auditors

Chaturvedi & Shah LLP, Chartered Accountants (Registration No. 101720W/W100355), were appointed as the Auditors of the Company for a term of 5 (five) consecutive years, at the Annual General Meeting held on September 29, 2022. The Auditors have confirmed their eligibility and qualification required under the Act for holding office as Auditors of the Company.

The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer. The Notes to the financial statements referred in the Auditors' Report are self-explanatory and do not call for any further comments.

b. Secretarial Auditor

The Board of Directors of the Company had appointed ANGC & Co. LLP, Practicing Company Secretaries, to conduct Secretarial Audit for the financial year 2025-26. The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed and marked as **Annexure II** to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Disclosures

Meetings of the Board

8 (Eight) meetings of the Board of Directors were held during the financial year 2025-26. The particulars of the meetings held and attendance of each Director are detailed in the Corporate Governance Report.

Audit Committee

The Audit Committee comprises Shri K. C. Ganesh (Chairman) (DIN: 09390886), Shri Venkataramanan Devarajan (DIN: 07749448) and Shri Sanjeev Dandekar (DIN: 00022797). All the recommendations made by the Audit Committee were accepted by the Board.

5 (Five) meetings of the Audit Committee of the Board of Directors of the Company were held during the financial year 2025-26.

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee comprises Shri Sanjeev Dandekar (Chairman), Shri K. C. Ganesh, Shri Venkataramanan Devarajan and Shri Samir Patel.

3 (Three) meetings of the Corporate Social Responsibility Committee of the Board of Directors of the Company were held during the financial year 2025-26.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises Shri Venkataramanan Devarajan (Chairman), Shri K. C. Ganesh and Shri Sanjeev Dandekar.

1 (One) meeting of the Nomination and Remuneration Committee of the Board of Directors of the Company was held during the financial year 2025-26.

Risk Management Committee

The Risk Management Committee comprises Shri Sanjeev Dandekar (Chairman), Shri K. C. Ganesh and Shri Samir Patel.

2 (Two) meetings of the Risk Management Committee of the Board of Directors of the Company were held during the financial year 2025-26.

Stakeholders Relationship Committee

The Stakeholders Relationship Committee comprises Shri Sanjeev Dandekar (Chairman), Shri Venkataramanan Devarajan and Ms. Jyothi Menon (DIN: 09484769).

1 (One) meeting of the Stakeholders Relationship Committee of the Board of Directors of the Company was held during the financial year 2025-26.

Vigil Mechanism

The Company has established a Vigil Mechanism and a Whistle Blower Policy in accordance with the provisions of the Act and the Listing Regulations.

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy includes an Ethics and Compliance Task Force (Task Force) comprising senior executives of the Company.

Employees and other stakeholders are required to report actual or suspected violations of applicable laws and regulations and the Code of Conduct. Such genuine concerns (termed Reportable Matter) disclosed as per Policy are called "Protected Disclosures". Protected Disclosures can be made by a whistle blower through an e-mail or a letter to the Task Force or to the Chairman of the Audit Committee.

The Vigil Mechanism and Whistle Blower Policy may be accessed on the Company's website at https://sptl.co.in/pdf/sptl-vigil-mechanism-whistle-policy.pdf.

During the year under review, no Protected Disclosure concerning any Reportable Matter in accordance with the Vigil Mechanism and Whistle Blower Policy of the Company was received by the Company.

Particulars of loans given, investments made, guarantees given and securities provided

The Company, being engaged in the business of providing infrastructural facilities as defined under Schedule VI to the Act, is exempt from the provisions of Section 186 of the Act relating to loan given, investment made, guarantee given and security provided.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

A. Conservation of Energy

(i) Steps taken for conservation of energy:

Energy conservation dictates how efficiently a company can conduct its operations. The Company has recognized the importance of energy conservation in decreasing the deleterious effects of global warming and climate change. The Company carries out its operations in an environmental friendly manner and is always on the look-out for different ways and means to reduce the consumption of energy in its operations.

(ii) Steps taken by the Company for utilising alternate sources of energy:

Nil

(iii) The capital investment on energy conservation equipment:

Nil

B. Technology Absorption

(i) Major efforts made towards technology absorption:

The Company has not entered into any technology agreement or collaborations.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

None

(iii) Information regarding imported technology (Imported during last three years):

The Company has not imported any technology during the last three years.

(iv) Expenditure incurred on research and development:

None

C. Foreign Exchange Earnings and Outgo:

Foreign Exchange earned in terms of actual inflows - Rs. 3,119.11 crore

Foreign Exchange outgo in terms of actual outflows - Rs. 1,076.59 crore (including investment in foreign subsidiary)

Annual Return

The Annual Return of the Company as on March 31, 2026 is available on the Company's website and can be accessed at https://www.sptl.co.in/pdf/SPTL-Annual-Return-FY-2025-26.pdf.

Secretarial Standards

The Company has followed the applicable Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Disclosure pertaining to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

There were no cases/complaints filed during the year, under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("the said Act"). Further, the Company has constituted Internal Complaints Committee as required under the said Act.

During the year under review:

a. Number of complaints of sexual harassment received in the year - Nil

b. Number of complaints disposed off during the year - Nil

c. Number of cases pending for more than ninety days - Nil

Compliance with the Maternity Benefit Act, 1961 / the Code on Social Security, 2020

The Company is in compliance with the applicable provisions relating to maternity benefits as prescribed under the Maternity Benefit Act, 1961 / the Code on Social Security, 2020.

General

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

i) Details relating to deposits covered under Chapter V of the Act.

ii) Issue of equity shares with differential rights as to dividend, voting or otherwise.

iii) Issue of shares (including sweat equity shares and ESOS) to employees of the Company under any scheme.

iv) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

v) No fraud has been reported by the Auditors to the Audit Committee or the Board of Directors of the Company.

vi) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

vii) The Company is not required to maintain cost records as prescribed by the Central Government in terms of Section 148(1) of the Act.

viii) There has been no change in the nature of business of the Company.

ix) There is no application made / proceeding pending under the Insolvency and Bankruptcy Code, 2016.

x) There was no instance of one-time settlement with any Bank or Financial Institution.

xi) The Company has not bought back its shares, pursuant to the provisions of Section 68 of the Act and the Rules made thereunder.

Acknowledgement

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the banks and financial institutions, Government authorities, debenture holders, customers, vendors and members during the year under review. The Board of Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board of Directors

	Sanjeev Dandekar	**Samir Patel**
Date: May 27, 2026	Director	Director
Place: Mumbai	(DIN: 00022797)	(DIN: 09487366)

Annexure I

Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2025-26

1.	Brief outline on CSR Policy of the Company	Refer Section: Corporate Social Responsibility (CSR) in the Board's Report

2. Composition of CSR Committee

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Shri Sanjeev Dandekar	Chairman (Non-Executive Director)	3	2
2	Shri Samir Patel	Member (Non-Executive Director)	3	3
3	Shri Venkataramanan Devarajan	Member (Non-Executive Independent Director)	3	3
4	Shri K. C. Ganesh	Member (Non-Executive Independent Director)	3	3

3.	Provide the weblink(s) where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company	Composition of CSR Committee	https://www.sptl.co.in/aboutus.html
		CSR Policy	https://www.sptl.co.in/pdf/sptl-csr-policy.pdf
		CSR projects approved by the Board	https://sptl.co.in/pdf/sptl-CSR-Projects-FY-2025-26.pdf

4.	Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.	The Company has carried out Impact Assessment through Independent third parties. The report is attached and also available at https://www.sptl.co.in/pdf/sptl-csr-impact-assessment-studies-2025-26.pdf

5.	(a) Average net profit of the company as per sub-section (5) of section 135	Rs. 2182,33,74,411
	(b) Two percent of average net profit of the company as per sub-section (5) of section 135	Rs. 43,64,67,488
	(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	Nil
	(d) Amount required to be set-off for the financial year, if any	Nil
	(e) Total CSR obligation for the financial year [(b)+(c) - (d)]	Rs. 43,64,67,488

6.	(a) Amount spent on CSR Projects (~~both Ongoing Project and~~ other than Ongoing Project)	Rs. 43,65,00,000
	(b) Amount spent in Administrative Overheads	Nil
	(c) Amount spent on Impact Assessment, if applicable	Nil
	(d) Total amount spent for the Financial Year [(a)+(b)+(c)]	Rs. 43,65,00,000

	(e) CSR amount spent or unspent for the Financial Year:					
	Total Amount Spent for the Financial Year (in Rs.)	**Amount Unspent (in Rs.)**				
		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**
	43,65,00,000	Nil		Nil		

	(f) Excess amount for set-off, if any:	
Sl. No.	**Particulars**	**Amount**
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	Rs. 43,64,67,488
(ii)	Total amount spent for the Financial Year	Rs. 43,65,00,000
(iii)	Excess amount spent for the Financial Year [(ii)-(i)] *	Rs. 32,512
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Rs. 32,512

*The Company will not be setting off the excess amount of Rs. 32,512 spent during the financial year 2025-26 against the next year's CSR obligation.

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 Rs.)**	**Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Amount Spent in the Financial Year (in Rs.)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (in Rs.)**	**Deficiency, if any**
					Amount (in Rs.)	Date of Transfer		
1.	FY 2024-25	Nil						
2.	FY 2023-24							
3.	FY 2022-23							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

☐ Yes ☒ No

If Yes, enter the number of Capital assets created/acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	**Short particulars of the property or asset(s) [including complete address and location of the property]**	**Pin code of the property or asset(s)**	**Date of creation**	**Amount of CSR amount spent (in Rs.)**	**Details of entity/ Authority/ beneficiary of the registered owner**		
(1)	**(2)**	**(3)**	**(4)**	**(5)**	**(6)**		
-	-	-	-	-	**CSR Registration Number, if applicable**	**Name**	**Registered Address**
Not Applicable							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable

For and on behalf of the Board of Directors

Sanjeev Dandekar
Chairman, CSR Committee
(DIN: 00022797)

Samir Patel
Director
(DIN: 09487366)

Date: May 27, 2026
Place: Mumbai

SUMMARY OF INDEPENDENT IMPACT ASSESSMENT STUDIES CONDUCTED IN PURSUANCE OF RULE 8(3) OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014.

1. Radhe Krishna Temple Elephant Welfare Trust (RKTEWT)

A. Background of the Project

1. Radhe Krishna Temple Elephant Welfare Trust (RKTEWT), is a non-profit organisation dedicated to the rescue, rehabilitation, and lifelong care of elephants that have suffered from captivity, neglect, or exploitation.
2. The Trust operates a large, specialised facility in Jamnagar, Gujarat, designed to provide a safe, natural, and enriched environment for elephants that cannot be released back into the wild.
3. RKTEWT focuses on ensuring the physical, psychological, and social well being of elephants through:
    a. Advanced veterinary care
    b. Naturalistic habitats and enrichment programmes
    c. Scientific management and training practices
    d. Rescue and rehabilitation of distressed elephants
4. During FY 2023-24, CSR funding was utilised to strengthen key areas of elephant welfare and care, including:
    a. Creation and maintenance of large, naturalistic enclosures and hydrotherapy facilities
    b. Implementation of nutrition, enrichment, and preventive healthcare programmes
    c. Strengthening rescue operations
    d. Capacity building, training of mahouts, and institutional collaborations
5. These initiatives were undertaken with the objective of strengthening elephant care standards, enhancing medical care and rehabilitation systems, and building a sustainable model for long-term elephant conservation and care.

B. Objective of the Study

1. The objective of this impact assessment is to understand how the CSR funding was utilised and the impact it created in improving elephant welfare and care at RKTEWT during FY 2023-24.
2. The study focuses on:
    a. Improvements in elephant health, welfare, and rehabilitation outcomes
    b. Effectiveness of specialised veterinary facility and medical care
    c. Impact of habitat design, enrichment, and hydrotherapy on elephant well-being
    d. Efficiency of rescue, transport, and emergency response systems
    e. Role of nutrition and preventive healthcare in improving health outcomes
    f. Impact of training programmes and capacity building for staff and mahouts
    g. Overall value and effectiveness of CSR investment

C. Key Findings

1. The CSR investment enabled RKTEWT to significantly strengthen its capacity to provide high-quality care and rehabilitation for elephants. The Trust currently supports a large population of elephants within a sprawling facility of nearly 1,000 acres, providing ample space for natural movement, socialisation, and recovery.
2. The development of naturalistic enclosures, hydrotherapy pools, and specialised habitats has significantly improved the physical and behavioural well-being of elephants. These facilities allow elephants to engage in natural behaviours such as walking, foraging, bathing, and social interaction, which are critical for their long-term health and recovery.
3. Structured nutrition and preventive healthcare programmes have further improved overall health outcomes. Scientific diet planning, regular health monitoring, vaccination, and deworming have improved overall health indicators and reduced the risk of disease.
4. CSR support enabled the adoption of modern animal management practices, including positive reinforcement training (PRT), which has improved cooperation during medical procedures and reduced stress for elephants. This has improved animal handling conditions and enhanced the safety of handlers.
5. Significant efforts have also been made in capacity building and training, including specialised training programmes for veterinarians, biologists, and mahouts. These initiatives have improved staff skills, strengthened operational efficiency, and ensured better long-term care for elephants.
6. RKTEWT has also contributed to awareness, education, and global collaboration, including participation in international conferences and outreach programmes, helping to promote better standards of elephant welfare and conservation.

7. Notably, the Trust has successfully undertaken major rescue and rehabilitation efforts, including international rescue operations and the treatment of severely injured and traumatised elephants. These interventions have resulted in visible improvements in health, behaviour, and quality of life for rescued animals.

8. Overall, the CSR funding has led to significant improvements in elephant welfare, establishment of healthcare facilities, strengthened rescue and rehabilitation systems, and development of a comprehensive, humane model for elephant care. The intervention reflects effective utilisation of CSR funds and demonstrates strong potential for long-term impact in wildlife welfare and conservation.

2. Khodiyar Animal Welfare Trust (KAWT)

A. Background of the Project

1. Khodiyar Animal Welfare Trust (KAWT) is a non-profit organisation focused on improving the welfare, healthcare, and management of domestic and livestock animals, including cattle, horses, goats, and sheep.

2. The Trust works to provide veterinary care, rescue and rehabilitation support, and training for animal handlers and stakeholders, with the objective of promoting humane treatment and sustainable animal management practices.

3. KAWT plays an important role in supporting livestock welfare, which is closely linked to rural livelihoods and agricultural sustainability. By improving animal health and welfare standards, the Trust contributes to both animal well-being and socio-economic stability in local communities.

4. During FY 2023-24, CSR funding was utilised to strengthen key areas of operation, including:

   a. Provision of veterinary care and emergency treatment services

   b. Implementation of vaccination, deworming, and disease control programmes

   c. Development of shelters, holding areas, and welfare infrastructure

   d. Training programmes for para-veterinary personnel, animal handlers, and Iivestock stakeholders

   e. Rescue and rehabilitation of injured, abandoned, and distressed animals

5. These initiatives were undertaken to improve animal health outcomes, strengthen welfare practices, enhance stakeholder capacity, and create a sustainable framework for livestock care and management.

B. Objective of the Study

1. The objective of this impact assessment is to understand how the CSR funding was utilised and the impact it created in improving animal welfare and livestock management under KAWT during FY 2023-24.

2. The study focuses on:

   a. Improvements in animal health and veterinary care outcomes

   b. Effectiveness of disease prevention and control measures

   c. Impact of training programmes on animal care practices

   d. Improvements in nutrition, breeding, and livestock management

   e. Effectiveness of rescue and rehabilitation efforts

   f. Role of infrastructure and welfare systems in improving animal conditions

   g. Overall value and efficiency of CSR investment

C. Key Findings

1. The CSR investment enabled KAWT to strengthen its capacity to provide veterinary care, improve animal welfare, and support livestock management at scale. During the reporting period, the Trust delivered both direct animal care services and capacity building interventions, contributing to improved outcomes across multiple areas.

2. CSR funding supported the provision of routine and emergency veterinary care, resulting in improved treatment outcomes and better overall health of animals. Preventive healthcare measures, including vaccination and deworming programmes, helped reduce disease incidence and strengthened herd health.

3. The implementation of disease surveillance and early detection systems improved the Trust's ability to identify and manage health risks, thereby reducing the likelihood of large-scale outbreaks and improving long-term animal health outcomes.

4. Training programmes for para-veterinary staff, animal handlers, and livestock stakeholders significantly enhanced on-ground capabilities. These programmes improved knowledge and skills related to animal handling, healthcare, and welfare practices, leading to better day-to-day management of animals.

5. CSR support also enabled improvements in nutrition and breeding management practices, contributing to better health, productivity, and sustainability of livestock. These

interventions have had a positive impact on both animal welfare and the economic stability of livestock owners.

6. The Trust also carried out rescue and rehabilitation operations for injured, abandoned, and distressed animals, providing them with necessary medical care and safe shelter. These interventions have played a critical role in reducing animal suffering and improving recovery outcomes.

7. In addition, awareness and outreach initiatives helped promote humane treatment practices and increased understanding of animal welfare among local communities and stakeholders.

8. Overall, the CSR funding has resulted in measurable improvements in animal health, strengthened veterinary and welfare systems, enhanced stakeholder capacity, and sustainable improvements in livestock management practices. The intervention reflects effective utilisation of CSR funds and demonstrates strong potential for long-term impact in both animal welfare and rural livelihoods.

Annexure II

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A read with Regulation 62M of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
SIKKA PORTS & TERMINALS LIMITED
Admin Building, MTF Area,
Village Sikka, Taluka & District,
Jamnagar, Gujarat - 361140.

We have conducted the Secretarial Audit of the compliance with applicable statutory provisions and the adherence to good corporate practices by **SIKKA PORTS & TERMINALS LIMITED** having **CIN: U45102GJ1997PLC031906** (hereinafter called the **"Company"**) **for the financial year ended on March 31**, **2026**. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Management's responsibility

The Management, along with the Board of Directors, are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

Auditor's responsibility

Based on the audit, our responsibility is to express an opinion on compliance with the applicable laws and maintenance of records by the Company. We conducted audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("**CSAS**") prescribed by the Institute of Company Secretaries of India. These standards require that the auditor comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit, including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

Basis for Opinion

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices we followed provided a reasonable basis for our opinion.

Opinion

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided in physical mode or by email or through permitted access to the Company's in-house portal and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the secretarial audit, We hereby report that, in our opinion:

i) the Company has, during the financial year ended on March 31, 2026 **("the Audit Period")**, complied with the statutory provisions listed hereunder; and

ii) the Company has proper Board processes and compliance mechanisms in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the Audit Period**,** according to the provisions of:

i. The Companies Act, 2013 ("the Act") and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: [**Applicable to the Company during the Audit Period for Overseas Direct Investment only**];

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act")**:**

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; [**Not Applicable to the Company during the Audit Period]**

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [**Not Applicable to the Company during the Audit Period]**

e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; [**Not Applicable to the Company during the Audit Period]**

f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [**Not Applicable to the Company during the Audit Period]**

g. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

h. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable to high value debt listed entity;

i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025, regarding the Companies Act and dealing with client; [**Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent]**

j. The Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 to the extent applicable to the Company as Issuer under this regulation;

k. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable to the Company as Issuer under this regulation;

l. Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008 to the extent applicable to the Company as Originator under this regulation.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards with regard to Meeting of the Board of Directors ("SS-1") and General Meetings ("SS-2") issued by the Institute of Company Secretaries of India;

(ii) The Listing Agreement entered into by the Company with the Stock Exchange;

(iii) BSE Notice No. 20260430-29 dated April 30, 2026 read with SEBI Circular No. SEBI/HO/OW/P/DDHS/25493/1/2021 dated September 23, 2021 addressed to BSE;

(iv) Master Direction - Reserve Bank of India (Commercial Paper and Non-Convertible Debentures of original or initial maturity upto one year) Directions, 2024 (Ref: RBI/FMRD/2023-24/109 FMRD.DIRD.09/14.02.001/2023-24) dated January 3, 2024 read with Operational Guidelines for Commercial Papers prescribed by Fixed Income Money Market and Derivatives Association of India (FIMMDA);

(v) SEBI Master Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025; and

(vi) SEBI Master Circular No. SEBI/HO/DDHS/DDHS-PoD/P/CIR/2025/0000000137 dated October 15, 2025.

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that: -

- The Board of Directors of the Company was duly constituted with Non-Executive Directors including Independent Directors and Woman Directors. There was no change in the composition of the Board of Directors during the Audit Period. The Company has appointed a Manager in order to comply with the requirements of Section 203 of the Act.
- Adequate notice was given to all directors to schedule the Meetings of the Board and Committees. Except where consent of directors was received for scheduling a meeting at a shorter notice, agenda and detailed notes on the agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions at the meetings of the Board and Committees were carried out unanimously, as recorded in the respective minutes of the meetings. The resolutions passed by circulation by the Board of Directors of the Company were also approved unanimously.

We further report that, the Company has identified the following laws as specifically applicable to the Company and having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, we report that the Company has complied with the same:

a. The Gujarat Maritime Board Act, 1981

b. The Merchant Shipping Act, 1958

c. The Petroleum Act, 1934.

We further report that having regard to the compliance system prevailing in the Company and as per explanations and management representations obtained and relied upon by us, the Company has adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the Audit Period, the Company has done the following transactions in due compliance with the applicable provisions of the Act:

1. Altered the terms of conversion and redemption of 350,00,00,000 9% Non-Cumulative Optionally Convertible Preference Shares of Rs. 10/- each;
2. Early Redemption of 9% Non-Cumulative Optionally Convertible Preference Shares of Rs. 10/- aggregating Rs. 3,500 crore;
3. Assigned/securitized the receivables (pertaining to loans amounting to Rs. 13,723.70 crore) to trust established under Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008;
4. Issued, listed, redeemed and delisted commercial papers;
5. Made investments and gave loans in compliance with the provisions of section 179 of the Act.

For ANGC & CO. LLP
Company Secretaries

Anshu Agarwal
Managing Partner
Firm Registration No.: L2026MH021300
Peer review No.: 6958/2025
Membership number: F9921
C.P. number: 27897
UDIN: F009921H000510410

Date: May 27, 2026
Place: Mauritius

This report is to be read with our letter of even date which is annexed as ***'Annexure A'*** *and forms an integral part of this report.*

Annexure-A

TO THE SECRETARIAL AUDIT REPORT

To,
The Members,
SIKKA PORTS & TERMINALS LIMITED
Admin Building, MTF Area,
Village Sikka, Taluka & District,
Jamnagar, Gujarat - 361140

Our Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that the correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of account of the Company.
4. We have obtained the management representation, wherever required, about the compliance of laws, rules and regulations and the occurrence of events, etc.
5. The Compliance with the provisions of Corporate and other applicable laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of the procedure on a test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For ANGC & Co. LLP
Company Secretaries

Anshu Agarwal
Managing Partner
Firm Registration No.: L2026MH021300
Peer review No.: 6958/2025
Membership number: F9921
C.P. number: 27897
UDIN: F009921H000510410

Date: May 27, 2026
Place: Mauritius

Sikka Ports & Terminals Limited

Standalone Financial Statements

FY 2025-26

Independent Auditor's Report

To the Members of
SIKKA PORTS & TERMINALS LIMITED

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying Standalone Financial Statements of **SIKKA PORTS & TERMINALS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, notes to the Standalone Financial Statements, including summary of material accounting policies and other explanatory notes for the year ended on that date ("hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, and its profit including other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the year ended 31st March 2026. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

We have fulfilled the responsibilities described in the Auditors' Responsibilities for the Audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

Key Audit Matter	How our audit addressed the key audit matter
Borrowings As on 31st March 2026 the Company has outstanding Borrowings of Rs. 19,608.76 crore. These borrowings are by way of Secured Redeemable Non-Convertible Debentures aggregating to Rs. 11,998.21 crore (net off Rs. 1.79 crore prepaid finance charges), Secured Term Loan from Banks amounting to Rs. 4,313.55 crore (net off Rs. 1.45 crore prepaid finance charges), Unsecured Cumulative Redeemable Preference Shares amounting to Rs. 47.00 crore and Secured Working Capital Demand Loan from Bank amounting to Rs. 3,250.00 crore. (refer Note 17 and Note 21 of the Standalone Financial Statements). The borrowings form significant portion of liabilities of the Company and hence considered to be a key audit matter.	Our audit procedures included the following: • Examining that the borrowings are authorised by the appropriate forum of the Company including Board of Directors and Members of the Company, wherever applicable. • Ensuring the compliances as per the Act and testing the disclosures given by the Company related to security creation and terms of repayments in the Standalone Financial Statements of the Company. • Ensuring that the disclosures required as per the Schedule III to the Act are made by the Company in the Standalone Financial Statements.
Investments As at 31st March 2026, the Company has investments of Rs. 12,402.61 crores investment measured at cost, Rs. 5,316.06 crores investment measured at Fair Value through Other Comprehensive Income and Rs. 22,919.28 crore investments measured at Fair value through Profit and loss (refer Note 2 and 7) in accordance with Ind AS 109 read with Ind AS 113. The above investments form significant portion of the total assets of the Company and hence the same has been considered as key audit matter.	Our audit procedures included, but not limited to the following: • Review of financials provided by the management for investment in unlisted entities and for investment in Associates and Subsidiary. • Review of Demat Account Statements received. • In case of investment in Mutual funds, it is verified through closing NAV, as per the statement issued. • Evaluation of the adequacy of disclosure given in the Standalone Financial Statements in accordance with applicable accounting standards.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Standalone Financial Statements, Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting

principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements for the financial year ended 31st March 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, based on our audit, we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133.

    e) On the basis of the written representations received from the directors as on 31st March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

    f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control with reference to the Standalone Financial Statements of the Company.

    g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

    h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

        i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements as referred to in Note 34(I) to the Standalone Financial Statements;

ii. The Company has made provision as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented to us that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on our audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

vi. Based on our examination, which included test checks, the Company, has used an accounting software for maintaining its books of account for the year ended 31st March 2026 which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Chaturvedi & Shah LLP
Chartered Accountants
Firm Registration No. 101720W/W100355

Lalit R Mhalsekar
Partner
Membership No. 103418
UDIN: 26103418TIXGSL1994

Place: Mumbai
Date: 27th May 2026

Annexure "A" to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report of even date to the members of Sikka Ports & Terminals Limited on the Standalone Financial Statements for the year ended 31st March 2026).

i. In respect of its Property, Plant and Equipment and Intangible Assets:

(a) (A) Based on the records examined by us and information and explanation given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) Based on the records examined by us, the Company does not have any intangible assets accordingly the clause (i)(a)(B) of paragraph 3 of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment were physically verified by the Management in a phased periodical manner which, in our opinion is reasonable having regards to size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

(c) According to the information and explanations given to us and the records examined by us, the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the Standalone Financial Statements, are held in the name of the Company as at balance sheet date.

(d) Based on the records examined by us and information and explanations given to us by the Company, the Company has not revalued Property, Plant and Equipment and Right of Use assets during the year.

(e) According to the information and explanations given to us and records examined by us no proceedings have been initiated or are pending against the Company as at 31st March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, as amended from time to time.

ii. (a) According to the information and explanation given to us and records examined by us, the management of the Company has conducted physical verification of its inventories at regular intervals and in our opinion the coverage and procedure of such verification by the management is appropriate. As explained to us and on the basis of records examined by us, the value of discrepancies noticed on physical verification by the management did not exceed 10% or more in aggregate of each class of inventory.

(b) According to the information and explanation given to us, the Company has been sanctioned working capital limits in excess of Rs. 5.00 crore, in aggregate, at any point of time during the year, from bank on the basis of security which also includes security on the current assets of the Company. In our opinion and according to information and explanations given to us, and as disclosed in Note 21.1 of the Standalone Financial Statements, the quarterly information in connection with the security cover, provided by the Company to the bank, are in agreement with the books of account of the Company of the respective quarters.

iii. (a) On the basis of examination of records of the Company, during the year, the Company has provided guarantee and loans. The detail of aggregate amount granted during the year and balance outstanding as at the balance sheet date are as under.

(Rs. in crore)

Particulars	Guarantees	Loans
Aggregate amount given during the year		
- Subsidiaries, Associates & Jointly Controlled Entities*	Rs. 199.15	Nil
- Other Parties	Nil	Rs. 731.35
Balance outstanding (net of provision made for doubtful amounts) as at balance sheet date-		
- Subsidiaries, Associates & Jointly Controlled Entities*	Rs. 199.15	Nil
- Other Parties	Nil	Rs. 10,614.21

* Corporate Guarantee of USD 21.00 million given on behalf of foreign subsidiary.

(b) In our opinion and according to the information and explanations given to us and based on the written presentation provided by the management, the investments made, guarantee provided and terms and conditions of above mentioned loans and guarantees provided during the year are not prejudicial to the interest of the Company.

(c) Based on the records examined by us and information and explanation given to us, the schedule of repayment of principal and interest has been stipulated and the receipt of principal and interest are regular whenever due.

(d) Based on our verification of records of the Company, there are no amounts of loans granted which are overdue.

(e) In our opinion and according to information and explanation given and records examined by us, loans granted which have fallen due during the year have not been renewed or extended and no fresh loans have been granted to settle the over dues of existing loans given to the same parties and accordingly the provisions of clause (iii)(e) of the Order is not applicable.

(f) Based on our verification of records of the Company and information and explanation given to us, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year accordingly the provisions of clause (iii)(f) of paragraph 3 of the Order is not applicable.

iv. As the Company has not granted any loan to Directors or to the parties wherein Directors are interested, reporting on the compliance of Section 185 is not applicable. The Company has complied with the provisions of section 186(1) of the Act. The other provisions of section 186 of the Act are not applicable being a Company engaged in the business of providing infrastructure facilities.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014, as amended, with regard to the deposits accepted. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal.

vi. According to the information and explanations given to us, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, in respect of activities carried on by the Company and accordingly, the provisions of Clause (vi) of paragraph 3 of the Order are not applicable to the Company.

vii. Based on the records examined by us and according to the information and explanations given to us, in respect of statutory dues:

a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it. There are no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2026 for a period of more than six months from the date they became payable.

b) Details of statutory dues referred to in clause (vii) (a) above, which have not been deposited as on 31st March 2026 on account of dispute is as under:

Sr. No.	Name of Statue	Nature of dues	Amount (Rs. in crore)	Period to which the amount relates	Forum where the dispute is pending
1	Income Tax Act, 1961	Income Tax	0.14	FY 2007-08	High Court
2	Customs Act, 1962	Customs Duty	0.11	FY 2024-25 FY 2025-26	Commissioner of Customs /Appeal Mumbai / Raigad
3	Goods and Services Tax Act, 2017	Goods and Services Tax	0.25	FY 2017-18 FY 2018-19 FY 2019-20	Commissioner Appeals Rajkot Gujarat
4	Goods and Services Tax Act, 2017	Goods and Services Tax	7.76	FY 2019-20 FY 2020-21 FY 2021-22	High Court
	Total		**8.26**		

viii. In our opinion and on the basis of information and explanations given to us, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) and accordingly, reporting under clause (viii) of paragraph 3 of the Order is not applicable to the Company.

ix. (a) Based on the examination of records and information and explanation given to us, the Company has not defaulted in repayment of its loans or payment of interest to any lender.

(b) According to the information and explanations given to us and on the basis of the audit procedures, we report that the Company has not been declared as wilful defaulter by any banks, financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Standalone Financial Statements of the Company, we report that no funds raised on short term basis have been used for long-term purposes.

(e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures and accordingly reporting under clause (ix) (e) of paragraph 3 of the Order is not applicable.

(f) In our opinion and according to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and accordingly reporting under clause (ix)(f) of paragraph 3 of the Order is not applicable.

x. (a) In our opinion and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of paragraph 3 of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us and on the basis of our audit procedures, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause (x) (b) of paragraph 3 of the Order is not applicable to the Company.

xi. (a) During the course of our examination of books and records of the Company carried out in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have been informed of any such cases by the management of the Company.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed by the auditors in form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

(c) According to the information and explanations given to us and based on the representation made to us by the management, there are no whistle blower complaints received by the Company during the year.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and accordingly, the Nidhi Rules, 2014 is not applicable to it. Accordingly, reporting under clauses (xii)(a), (b) and (c) of paragraph 3 of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Sections 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued during the year and till date of the audit report covering period up to 31st March 2026.

xv. According to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with them, and hence provisions of Section 192 of the Act, are not applicable and requirement to report is not applicable.

xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the requirement to report on clause (xvi)(a) of paragraph 3 of the Order is not applicable.

(b) On the basis of examination of records and according to the information and explanation given to us by the Company, the Company has not conducted any Non-Banking Financial or Housing Finance activities hence the reporting requirements under clause (xvi)(b) of paragraph 3 of the Order is not applicable.

(c) In our opinion and according to the information and explanation given to us, the Company is not a Core Investment Company as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 as amended from time to time, issued by the Reserve Bank of India and accordingly, reporting under clause (xvi)(c) of paragraph 3 of the Order is not applicable to the Company.

(d) The Group has more than one Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Reserve Bank of India (Core Investment Companies) Directions, 2025. There are three CICs forming part of the Group.

xvii. Based on the examination of records, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable to Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanation given to us and based on our examination of the books of account and records of the Company there are no unspent amount towards Corporate Social Responsibility (CSR) on either ongoing projects or other than ongoing projects as stated in section 135 of the Act and accordingly, reporting under clauses (xx)(a) and (xx)(b) of paragraph 3 of the Order is not applicable to the Company.

xxi. The reporting under clause (xxi) of paragraph 3 of the Order is not applicable in respect of audit of Standalone Financial Statements.

For Chaturvedi & Shah LLP
Chartered Accountants
Firm Registration No. 101720W/W100355

Lalit R Mhalsekar
Partner
Membership No. 103418
UDIN: 26103418TIXGSL1994

Place: Mumbai
Date: 27th May 2026

Annexure "B" to the Independent Auditors' Report

(Referred to in paragraph 2(f) under 'Report on other legal and regulatory requirements' section of our report of even date to the members of Sikka Ports & Terminals Limited on the Standalone Financial Statements for the year ended 31st March 2026)

Report on the internal financial controls with reference to Standalone Financial Statements under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Standalone Financial Statements of Sikka Ports & Terminals Limited ("the Company") as at 31st March 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibilities for Internal Financial Controls with reference to the Standalone Financial Statements

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to the Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (hereinafter referred to as the "Guidance Note") issued by the Institute of Chartered Accountants of India (hereinafter referred to as the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our Responsibility is to express an opinion on the Company's internal financial controls with reference to these Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financials Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to these Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to these Standalone Financial Statements

A company's internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to these Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to these Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to these Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to these Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to these Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to these Standalone Financial Statements and such internal financial controls with reference to these Standalone Financial Statements were operating effectively as at 31st March 2026, based on the criteria for internal financial control established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Chaturvedi & Shah LLP
Chartered Accountants
Firm Registration No. 101720W/W100355

Lalit R Mhalsekar
Partner
Membership No. 103418
UDIN: 26103418TIXGSL1994

Place: Mumbai
Date: 27th May 2026

Standalone Balance Sheet as at 31st March 2026

(Rs. in crore)

	Notes	As at 31st March 2026	As at 31st March 2025
Assets			
Non-Current Assets			
Property, Plant and Equipment	1	**3 916.15**	4 627.12
Capital Work-in-Progress	1	**4.47**	4.90
Financial Assets			
Investments	2	**17 719.17**	23 239.12
Loans	3	**10 539.87**	17 918.85
Other Financial Assets	4	**9.86**	11.65
Other Non-Current Assets	5	**231.33**	174.08
Total Non-Current Assets		**32 420.85**	45 975.72
Current Assets			
Inventories	6	**165.84**	175.81
Financial Assets			
Investments	7	**22 918.78**	1 133.47
Trade Receivables	8	**463.28**	116.32
Cash and Cash Equivalents	9	**334.95**	832.51
Other Bank Balances	10	**600.00**	-
Loans	11	**74.35**	7 631.45
Other Financial Assets	12	**76.97**	64.75
Other Current Assets	14	**212.15**	243.15
Total Current Assets		**24 846.32**	10 197.46
Total Assets		**57 267.17**	56 173.18
Equity and Liabilities			
Equity			
Equity Share Capital	15	**2 475.00**	2 475.00
Other Equity	16	**31 508.88**	25 363.59
Total Equity		**33 983.88**	27 838.59
Liabilities			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	17	**3 990.89**	19 181.08
Other Financial Liabilities	18	**887.73**	1 666.06
Deferred Tax Liabilities (Net)	19	**738.03**	880.54
Other Non - Current Liabilities	20	**84.65**	162.27
Total Non - Current Liabilities		**5 701.30**	21 889.95
Current Liabilities			
Financial Liabilities			
Borrowings	21	**15 617.87**	5 416.75
Trade Payables Due to:			
Micro Enterprises and Small Enterprises	22	**20.94**	13.60
Other than Micro Enterprises and Small Enterprises	22	**101.34**	108.29
Other Financial Liabilities	23	**1 714.67**	790.10
Other Current liabilities	24	**126.28**	115.19
Provisions	25	**0.89**	0.71
Total Current Liabilities		**17 581.99**	6 444.64
Total Liabilities		**23 283.29**	28 334.59
Total Equity and Liabilities		**57 267.17**	56 173.18
Material Accounting Policies	A - C		
See accompanying Notes to the Standalone Financial Statements	1 to 43		

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418
Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar	**Samir Patel**	**Kozhumam Chandrasekar Ganesh**	**Venkataramanan Devarajan**	**Mohana Venkatachalam**
Director	Director	Director	Director	Director
DIN: 00022797	DIN: 09487366	DIN: 09390886	DIN: 07749448	DIN: 08333092

Jyothi Menon	**Ritesh Shiyal**	**Suresh Subramaniam**	**Forum Sheth**	
Director	Chief Financial Officer	Manager	Company Secretary	
DIN: 09484769				

Standalone Statement of Profit and Loss for the year ended 31st March 2026

(Rs. in crore)

	Notes	2025-26	2024-25
Income			
Revenue from Operations	26	**5 331.12**	5 151.16
Other Income	27	**3 167.42**	3 284.58
Total Income		**8 498.54**	8 435.74
Expenses			
Employee Benefits Expense	28	**92.55**	102.24
Finance Costs	29	**1 659.49**	1 666.69
Depreciation and Amortisation Expense	30	**830.19**	1 029.41
Other Expenses	31	**4 556.16**	3 125.23
Total Expenses		**7 138.39**	5 923.57
Profit before Exceptional Items and Tax		**1 360.15**	2 512.17
Exceptional Items	35	**5 414.30**	-
Profit before Tax		**6 774.45**	2 512.17
Tax Expenses			
Current Tax	13	**1 116.50**	1 281.50
Deferred Tax	13	**(76.27)**	(112.42)
Profit for the Year		**5 734.22**	1 343.09
Other Comprehensive Income			
A (i) Items that will not be reclassified to Profit or Loss			
a) Remeasurement of the Defined Benefit Plans	28.1(IV)	**(0.50)**	(0.18)
b) Fair value changes on Equity Instruments		**(22.26)**	(865.84)
(ii) Income tax relating to items that will not be reclassified to Profit or Loss (including adjustment on account of Revaluation of Property, Plant and Equipment in the same or different period)		**143.42**	287.44
B (i) Items that will be reclassified to Profit or Loss			
a) Cash Flow Hedge		**226.48**	185.63
b) Fair value changes on Debt Instruments		**141.11**	333.53
(ii) Income tax relating to items that will be reclassified to Profit or Loss		**(77.18)**	(94.88)
Total Other Comprehensive Income / (Loss) for the Year (Net of Tax)		**411.07**	(154.30)
Total Comprehensive Income for the Year (Comprising Profit and Other Comprehensive Income/ (Loss) for the Year)		**6 145.29**	1 188.79
Earnings Per Equity Share of face value of Re. 1 each			
Basic and Diluted (in Rupees) - After Exceptional Items	32	**2.32**	0.54
Basic and Diluted (in Rupees) - Before Exceptional Items	32	**0.13**	0.54
Material Accounting Policies	A - C		
See accompanying Notes to the Standalone Financial Statements	1 to 43		

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar	**Samir Patel**	**Kozhumam Chandrasekar Ganesh**	**Venkataramanan Devarajan**	**Mohana Venkatachalam**
Director	Director	Director	Director	Director
DIN: 00022797	DIN: 09487366	DIN: 09390886	DIN: 07749448	DIN: 08333092

Jyothi Menon	**Ritesh Shiyal**	**Suresh Subramaniam**	**Forum Sheth**	
Director	Chief Financial Officer	Manager	Company Secretary	
DIN: 09484769				

Standalone Statement of Changes in Equity for the year ended 31st March 2026

A. Equity Share Capital (Rs. in crore)

Balance as at 1st April 2024	Change during the year 2024-25	Balance as at 31st March 2025	Change during the year 2025-26	Balance as at 31st March 2026
2 475.00	-	2 475.00	-	2 475.00

B. Other Equity (Rs. in crore)

	Reserve and Surplus					Other Comprehensive Income					Total
	Capital Reserve	Capital Redemption Reserve	Securities Premium	Debenture Redemption Reserve	Retained Earnings	Revaluation Surplus	Fair value changes on Equity Instruments	Fair value changes on Debt Instruments	Effective Portion of Cash Flow Hedges	Defined Benefit Plans	
As at 31st March 2026											
Balance as at 1st April 2025	**705.75**	**-**	**17 967.47**	**1 316.80**	**3 502.77**	**1 981.67**	**(210.94)**	**299.92**	**(199.85)**	**-**	**25 363.59**
Total Comprehensive Income for the year	-	-	-	-	5 734.22	140.11	(19.08)	120.93	169.48	(0.37)	**6 145.29**
Transfer to/ (from) retained earnings	-	3 500.00	-	-	(2 942.55)	(557.82)	-	-	-	0.37	-
Balance as at 31st March 2026	**705.75**	**3 500.00**	**17 967.47**	**1 316.80**	**6 294.44**	**1 563.96**	**(230.02)**	**420.85**	**(30.37)**	**-**	**31 508.88**
As at 31st March 2025											
Balance as at 1st April 2024	**705.75**	**-**	**17 967.47**	**1 316.80**	**1 437.44**	**2 522.72**	**548.83**	**14.55**	**(338.76)**	**-**	**24 174.80**
Total Comprehensive Income for the year	-	-	-	-	1 343.09	181.33	(759.77)	285.37	138.91	(0.14)	**1 188.79**
Transfer to/ (from) retained earnings	-	-	-	-	722.24	(722.38)	-	-	-	0.14	-
Balance as at 31st March 2025	**705.75**	**-**	**17 967.47**	**1 316.80**	**3 502.77**	**1 981.67**	**(210.94)**	**299.92**	**(199.85)**	**-**	**25 363.59**

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar
Director
DIN: 00022797

Samir Patel
Director
DIN: 09487366

Kozhumam Chandrasekar Ganesh
Director
DIN: 09390886

Venkataramanan Devarajan
Director
DIN: 07749448

Mohana Venkatachalam
Director
DIN: 08333092

Jyothi Menon
Director
DIN: 09484769

Ritesh Shiyal
Chief Financial Officer

Suresh Subramaniam
Manager

Forum Sheth
Company Secretary

Standalone Statement of Cash Flows for the year ended 31st March 2026

(Rs. in crore)

			2025-26		2024-25
A:	**Cash Flow from Operating Activities**				
	Net Profit before Tax as per Statement of Profit and Loss		**6 774.45**		2 512.17
	Adjusted for:				
	Depreciation and Amortisation Expense	**830.19**		1 029.41	
	Loss on Sale/ Discard of Property, Plant and Equipment (Net)	**4.49**		4.70	
	Gain on Sale/ Redemption/ Transfer of Investments (Net)	**(299.60)**		(54.67)	
	Changes in Fair Value of Financial Assets (Net)	**(311.27)**		(19.83)	
	Changes in Fair Value of Warrants (refer Note 2.3)	**1 978.13**		-	
	Exceptional Items (refer Note 35)	**(5 414.30)**		-	
	Dividend Income	**(3.43)**		-	
	Loss on Derivative Transactions (Net)	**389.89**		258.07	
	Finance Costs	**1 659.49**		1 666.69	
	Effect of Exchange Rate Change (Net)	**(22.75)**		45.36	
	Provision for Doubtful Loans & Advances	**(0.02)**		(0.09)	
	Interest Income	**(2 466.95)**		(3 182.76)	
			(3 656.13)		(253.12)
	Operating Profit before Working Capital Changes		**3 118.32**		2 259.05
	Adjusted for:				
	Inventories	**9.97**		48.93	
	Trade and Other Receivables	**(321.76)**		14.73	
	Trade and Other Payables	**(68.50)**		(143.40)	
			(380.29)		(79.74)
	Cash Generated from Operations		**2 738.03**		2 179.31
	Taxes Paid (net)		**(1 145.76)**		(1 318.50)
	Net Cash Flow from Operating Activities*		**1 592.27**		860.81
B:	**Cash Flow from Investing Activities**				
	Purchase of Property, Plant and Equipment/ Capital Work in Progress	**(123.29)**		(90.35)	
	Investment in Subsidiary	**(329.34)**		-	
	(Investment) /Proceeds from Redemption of Investment in Associates	**9 088.00**		(4.17)	
	Purchase of Other Investments	**(50 241.03)**		(8 215.36)	
	Proceeds from Other Investments	**27 106.62**		8 216.72	
	Receipt on Securitisation of Receivables	**16 000.00**		-	
	Loan acquired on Assignment	**-**		(2 500.00)	
	Loans and Advances (given)/ refunded (Net)	**1 212.39**		(145.49)	
	Fixed Deposits redeemed from / (placed with) Banks (Net)	**(600.00)**		-	
	Dividend Received	**3.43**		-	
	Interest Received	**2 457.35**		3 180.72	
	Net Cash Flow from Investing Activities		**4 574.13**		442.07

Standalone Statement of Cash Flows for the year ended 31st March 2026

(Rs. in crore)

		2025-26		2024-25
C:	**Cash Flow from Financing Activities**			
	Redemption of Preference Shares	**(3 500.00)**	-	
	Repayment of Borrowings - Non-Current (including Current Maturities)	**(210.00)**	(175.00)	
	Borrowings - Current (Net)	**(1 437.25)**	333.27	
	Interest and Finance Charges Paid	**(1 025.91)**	(960.14)	
	Settlement on Derivative Transactions (Net)	**(490.80)**	(259.12)	
	Payment of Lease Liabilities	**-**	(3.16)	
	Net Cash Flow used in Financing Activities	**(6 663.96)**		(1 064.15)
	Net increase/ (decrease) in Cash and Cash Equivalents	**(497.56)**		238.73
	Opening Balance of Cash and Cash Equivalents	**832.51**		593.78
	Closing Balance of Cash and Cash Equivalents (refer Note 9)	**334.95**		832.51

* includes amount spent towards Corporate Social Responsibility Rs. 43.65 crore (Previous Year Rs. 48.56 crore) (refer Note 31.2)

Change in Liability arising from Financing Activities

(Rs. in crore)

	1st April 2025	Cash flow (net)	Non Cash Flow Changes	31st March 2026
Borrowings - Non-Current (including current maturities) (refer Note 17)	20 056.08	(3 710.00)	12.68	16 358.76
Borrowings - Current (refer Note 21)	4 541.75	(1 437.25)	145.50	3 250.00

(Rs. in crore)

	1st April 2024	Cash flow (net)	Non Cash Flow Changes	31st March 2025
Borrowings - Non-Current (including current maturities) (refer Note 17)	20 216.96	(175.00)	14.12	20 056.08
Borrowings - Current (refer Note 21)	3 962.09	333.27	246.39	4 541.75

Notes:

1) The above Standalone Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flows.

2) Figures in brackets represents cash outflows.

3) Previous year figures have been regrouped/ rearranged wherever necessary.

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

For and on behalf of the Board

Sanjeev Dandekar	**Samir Patel**	**Kozhumam Chandrasekar Ganesh**	**Venkataramanan Devarajan**	**Mohana Venkatachalam**
Director	Director	Director	Director	Director
DIN: 00022797	DIN: 09487366	DIN: 09390886	DIN: 07749448	DIN: 08333092

Lalit R. Mhalsekar	**Jyothi Menon**	**Ritesh Shiyal**	**Suresh Subramaniam**	**Forum Sheth**
Partner	Director	Chief Financial Officer	Manager	Company Secretary
Membership No. 103418	DIN: 09484769			

Dated : 27th May 2026

Notes to the Standalone Financial Statements for the year ended 31st March 2026

A. CORPORATE INFORMATION

Sikka Ports & Terminals Limited ("the Company") (CIN: U45102GJ1997PLC031906) is an entity incorporated in India. The debentures and commercial papers issued by the Company are listed on BSE Ltd on the Wholesale Debt Market Segment.

The address of Registered Office is Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361 140, Gujarat.

The Company is engaged in the business of providing Port Infrastructure Facilities, Equipment Hiring, Construction and Engineering Services, Provision of Infrastructure Facilities as Co-Developer in Special Economic Zone (SEZ) and Holding of Investments.

B. MATERIAL ACCOUNTING POLICIES

B.1 Basis of Preparation and Presentation

The Standalone Financial Statements have been prepared on the historical cost basis except for Property, Plant and Equipment to the extent stated at revalued cost as applicable as per Ind AS-16, certain Financial Assets and Liabilities, which are measured at fair value/ amortised cost and defined benefit plans that are measured based on Projected Unit Credit Method.

The Standalone Financial Statements of the Company have been prepared to comply with the Indian Accounting Standards ('Ind AS'), including the Rules notified under the relevant provisions of the Companies Act, 2013, amended from time to time and presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time.

The Company's Standalone Financial Statements are presented in Indian Rupees (Rs.), which is also its functional currency and all values are stated in rupees crore upto two decimal places, except when otherwise indicated.

B.2 Summary of Material Accounting Policies

(a) Property, Plant and Equipment:

Property, Plant and Equipment are initially recognised at cost. Such cost includes purchase price (net of recoverable taxes, trade discount and rebates), borrowing cost and any other costs directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

The Company has adopted the Revaluation Model for Property, Plant and Equipment. Certain classes of Property, Plant and Equipment has been carried at a revalued amount, being its fair value at the date of revaluation less any accumulated depreciation and accumulated impairment losses, if any. Revaluation shall be made with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

. Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.

Depreciation on property, plant and equipment is provided to the extent of depreciable amount using Written Down Value Method (WDV) except as stated otherwise.

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is different than those prescribed in Schedule II;

Particulars	Depreciation/ Amortisation
Leasehold Land / Building	Over the period of Lease on straight line method (SLM)
Plant and Machinery and Jetties	Over the Useful Life of 20-30 years as technically assessed
Buildings (temporary structure)	100 % in the 1st year

Notes to the Standalone Financial Statements for the year ended 31st March 2026

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss in the period of derecognition.

In case of jetties, the cumulative amortization for the original cost incurred at the end of any financial year is, the higher of cumulative depreciation provided as per Depreciation / Amortisation policy stated as above or cumulative rebate availed by the Company from Gujarat Maritime Board. Moreover depreciation / amortisation is provided upto the end of the specified period as mentioned above, and residual value is amortised in the year following the year in which such specified period is ended.

(b) Finance Costs:

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

(c) Inventories:

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including incidental expenses net of recoverable taxes and duties incurred in bringing them to their respective present location and condition.

Cost of inventories viz. stores and spares, trading and other items are determined on weighted average basis.

(d) Cash and Cash Equivalents:

Cash and Cash Equivalents in the Balance Sheet comprise of cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value and which are unrestricted for withdrawal and usage.

For the purpose of the Statement of Cash Flows, Cash and Cash Equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts, if any as they are considered an integral part of the Company's cash management.

(e) Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets:

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(f) Leases:

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(g) Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

(h) Contingent Liabilities:

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

(i) Intangible Assets:

Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the intangible assets. Identifiable intangible assets are recognised when it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured. Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised under straight line method over the period of useful lives.

(j) Employee Benefits Expense:

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a

Notes to the Standalone Financial Statements for the year ended 31st March 2026

separate entity. The Company makes specified periodical contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plans

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/ superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by the concerned Income Tax Authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Remeasurement gains and losses arising from adjustments and changes in actuarial assumptions for post employment benefit are recognised in the period in which they occur in Other Comprehensive Income.

Long Term Employee Benefits

The employees of the Company are entitled to compensated absences that are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation using the Projected Unit Credit Method for the unused entitlement accumulated at the Balance Sheet date. The benefits are discounted using the market yields at the end of the Balance Sheet date that has terms approximating the terms of the related obligation. Re-measurements resulting from experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

(k) Tax Expenses:

The tax expense for the period comprises Current and Deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income. In which case, the tax is also recognised in Other Comprehensive Income.

(i) Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the reporting date.

(ii) Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Standalone Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(l) Foreign Currencies Transactions and Translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to borrowing costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Non-monetary items that are measured in terms of historical cost denominated in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary

Notes to the Standalone Financial Statements for the year ended 31st March 2026

items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

(m) Revenue Recognition:

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed as per respective contracts with customer(s) and recovery of consideration is probable, the associated costs and the amount of revenues can be measured reliably.

Revenue from the sale of goods is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods are made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue towards satisfaction of the performance obligation is measured at the amount of transaction price (net of variable consideration, if any) allocated to that performance obligation. The transaction price is the amount of consideration which the Company is entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amount collected on behalf of the third parties (for example taxes & duties collected on behalf of the government).

Contract Balances:

Trade Receivables

A receivable represents the Company's right to an amount of consideration that is unconditional and shall be initially measured at their transaction price unless those contain a significant financing component.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Interest Income:

Interest Income from a Financial Asset is recognised using effective interest rate method.

Dividend Income:

Dividend Income is recognised when the Company's right to receive the amount has been established.

(n) Earnings Per Share:

Basic Earnings Per Share is computed using the net profit for the year attributable to the shareholders and weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share.

Diluted Earnings Per Share is computed using the net profit for the year attributable to the shareholders and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(o) Current and Non-Current Classification:

The Company presents assets and liabilities in Balance Sheet based on Current and Non-Current classification.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

An asset is treated as Current when it is -

a) Expected to be realised or intended to be sold or consumed in normal operating cycle,

b) Held primarily for the purpose of trading,

c) Expected to be realised within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when

a) It is expected to be settled in normal operating cycle,

b) It is held primarily for the purpose of trading,

c) It is due to be settled within twelve months after the reporting period, or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its normal operating cycle. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(p) Financial Instruments:

I. Financial Assets

A- Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value except for trade receivable that do not contain significant financing component are measured at transaction price. Transaction price that are directly attributable to the acquisition of Financial Assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B- Subsequent Measurement

a) Financial Assets carried at Amortised Cost (AC)

A Financial Asset is subsequently measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is subsequently measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial Assets at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories (including warrants and options, if any) are measured at FVTPL.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C- Investment in Subsidiaries, Associates and Joint Venture (JV)/ Jointly Controlled Entities (JCE)

Investment in Subsidiaries, Associates and Joint Ventures (JV)/ Jointly Controlled Entities (JCE) are measured at FVTPL, except for those investments which the Company has elected to account for at cost.

D- Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

E- Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit or Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

i) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

ii) Lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables, the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk lifetime ECL is used.

II. Financial Liabilities

A- Initial Recognition and Measurement

Financial Liabilities are recognized at fair value/ amortised cost and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in Statement of Profit and Loss as finance cost.

B- Subsequent Measurement

Financial Liabilities are subsequently carried at amortized cost using the effective interest rate method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

III. Derivative Financial Instruments and Hedge Accounting

The Company uses various derivative financial instruments such as interest rate swaps, currency swaps, forwards and options to mitigate the risk of changes in interest rates and exchange rates. At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and

Notes to the Standalone Financial Statements for the year ended 31st March 2026

the risk management objective and strategy for undertaking the hedge. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value.

Derivatives are carried as Financial Assets when the fair value is positive and as Financial Liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

a. Cash Flow Hedge

The Company designates derivative contracts as cash flow hedges to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in Other Comprehensive Income and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to the Statement of Profit and Loss.

b. Fair Value Hedge

The Company designates derivative contracts or non derivative Financial Assets/ Liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates and foreign exchange rates.

Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest rate method is used is amortised to Statement of Profit and Loss over the period of maturity.

IV. Derecognition of Financial Instruments

The Company derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expires or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial Liability (or a part of a Financial Liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

V. Offsetting Financial Instruments:

Financial Assets and Liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amount and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

C. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the Company's Standalone Financial Statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

The estimates, judgements and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected. The application of accounting policies that require critical judgements and accounting estimates involving complex and subjective judgements, and use of assumptions in these Financials Statements have been disclosed below:

a. Depreciation/ amortisation and useful lives of Property Plant and Equipment/ Intangible Assets

Property, Plant and Equipment (PPE) are valued and recognised under revaluation model and thereby fair values thereof are estimated periodically and carrying values are reinstated from time to time. Property, Plant and Equipment are depreciated/ amortised over the estimated useful lives, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets, technical report and take into account anticipated technological changes. The depreciation for future periods is revised prospectively if there are significant changes from previous estimates.

b. Recoverability of Trade Receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c. Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

d. Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

e. Impairment of Financial Assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f. Recognition of Deferred Tax Assets And Liabilities

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

g. Fair Value Measurement

For estimates relating to fair value of financial instruments refer Note 38 of Standalone Financial Statements.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

1. Property, Plant And Equipment, Capital Work-In-Progress and Intangible Assets

(Rs. in crore)

Description	Gross Block				Depreciation / Amortisation				Net Block	
	As at 01.04.2025	Additions/ Adjustments	Deductions / Adjustments	**As at 31.03.2026**	As at 01.04.2025	For the Year	Deductions / Adjustments	**As at 31.03.2026**	**As at 31.03.2026**	As at 31.03.2025
Property, Plant and Equipment										
Own Assets :										
Land	338.83	-	-	**338.83**	-	-	-	**-**	**338.83**	338.83
Buildings	319.18	-	-	**319.18**	286.79	2.90	-	**289.69**	**29.49**	32.39
Plant and Machinery	5 530.69	10.18	74.15	**5 466.72**	4 193.17	262.80	69.73	**4 386.24**	**1 080.48**	1 337.52
Office and Other Equipments	74.30	10.52	0.26	**84.56**	60.59	6.26	0.24	**66.61**	**17.95**	13.71
Furniture and Fixtures	356.56	63.65	0.64	**419.57**	196.89	47.28	0.59	**243.58**	**175.99**	159.67
Vehicles	4.82	0.30	-	**5.12**	3.91	0.22	-	**4.13**	**0.99**	0.91
Plant and Machinery -Jetties	10 550.44	-	-	**10 550.44**	7 806.93	509.84	-	**8 316.77**	**2 233.67**	2 743.51
Right-of-Use Assets:										
Land	5.76	-	-	**5.76**	5.18	0.29	-	**5.47**	**0.29**	0.58
Buildings	-	39.06	-	**39.06**	-	0.60	-	**0.60**	**38.46**	-
Total	**17 180.58**	**123.71**	**75.05**	**17 229.24**	**12 553.46**	**830.19**	**70.56**	**13 313.09**	**3 916.15**	4 627.12
Previous Year	**17 134.88**	**90.13**	**44.43**	**17 180.58**	**11 563.79**	**1 029.41**	**39.74**	**12 553.46**	**4 627.12**	5 571.09
Capital Work-in-Progress									**4.47**	4.90

1.1 The ownership of the Jetties vests with Gujarat Maritime Board (GMB). However, under the agreements with GMB, the Company has been permitted to use the same.

1.2 Capital Work-in-Progress includes Rs. 2.64 crore (Previous Year Rs. 1.26 crore) on account of cost of construction material at site.

1.3 The Company has adopted Revaluation Model for Property, Plant and Equipment. The net carrying values of Plant & Machinery (including Jetties) as on effective date 1st April 2022 have been increased by Rs. 5,590.86 crore with corresponding effect in Other Comprehensive Income under the head Revaluation Surplus (Net off Deferred Tax adjustment of Rs. 1,407.11 crore) based on the report by an Independent registered valuer.

The carrying amount of Plant and Machinery (including Jetties) had the assets been carried under the cost model would have been Rs. 1,224.15 crore (Previous Year Rs. 1,432.84 crore).

1.4 Buildings includes cost of shares in Co-operative Housing Societies of Rs. 1,000 (Previous Year Rs. 1,000).

1.5 The title deeds of immovable properties (other than properties where the Company is Lessee and lease agreement is in the favour of the lessee) are held in the name of the Company.

1.6 For Assets given as security - refer Note 17 & 21.

1.7 Capital-Work-in Progress (CWIP)

(a) Ageing schedule as at 31st March 2026:

(Rs. in crore)

Description	**Outstanding for following periods from**				**Total**
	< 1 year	**1-2 years**	**2-3 years**	**> 3 years**	
Projects in progress	-	0.05	1.66	0.12	1.83
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**0.05**	**1.66**	**0.12**	**1.83**
Capital goods Inventories					2.64
Total CWIP					**4.47**

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(b) Ageing schedule as at 31st March 2025: (Rs. in crore)

Description	Outstanding for following periods from				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	0.07	3.47	0.10	-	3.64
Projects temporarily suspended	-	-	-	-	-
Total	0.07	3.47	0.10	-	**3.64**
Capital goods Inventories					1.26
Total CWIP					**4.90**

The Company does not have any Capital-work-in progress whose completion is overdue or has exceeded its cost as compared to its original plan.

(Rs. in crore)

		As at 31st March 2026		As at 31st March 2025	
		No. of Shares/Units	**Amount**	No. of Shares/Units	Amount
2.	**Investments - Non-Current**				
A.	**Investments measured at Cost**				
	In Equity Shares of Subsidiary				
	Unquoted, Fully Paid up				
	Capstone Commodities DMCC of AED 1,000 each	**1 35 000**	**329.34**	-	**-**
			329.34		**-**
	In Preference shares of Associates				
	Unquoted, Fully Paid up				
	Redeemable Preference Shares of Jamnagar Utilities & Power Private Limited of Rs. 100 each	**-**	**-**	50 00 00 000	5 000.00
	6% Optionally Fully Convertible Non-Cumulative Redeemable Preference Shares of Nandanbala Commercials Private Limited of Rs. 10 each	**59 00 00 000**	**590.00**	59 00 00 000	590.00
	Compulsorily Convertible Preference Shares of Humm Info Care Private Limited of Rs. 100 each	**1 192**	**4.17**	1 192	4.17
	In Debentures of Associates				
	Unquoted, Fully Paid up				
	Zero Coupon Optionally Fully Convertible Debentures of Aprameya Commercials Private Limited of Rs. 100 each	**-**	**-**	9 50 00 000	950.00
	Compulsorily Convertible Debentures of Krama Enterprises Private Limited (CCD-Series I-VI) of Rs.1,00,000/- each	**11 46 100**	**11 461.00**	11 46 100	11 461.00
	Unquoted, Partly Paid up				
	Optionally Convertible Debentures (OCDs) of Starlight Pictures Private Limited of Rs.10/- each, Rs. 7/- each paid up.	**2 50 00 000**	**17.50**	2 50 00 000	**17.50**
			12 072.67		**18 022.67**

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026		As at 31st March 2025	
		No. of Shares/Units	**Amount**	No. of Shares/Units	Amount
	In Jointly Controlled Entities				
	Partner's Capital Account				
	Amritkalash Commercial LLP		**0.05**		0.05
	Vaijayanti Commercial LLP		**0.50**		0.50
	Drishtimohan Commercial LLP		**0.05**		0.05
			0.60		0.60
	Total of Investments measured at Cost		**12 402.61**		18 023.27
B.	**Investments measured at Fair Value through Other Comprehensive Income**				
	In Equity Shares of Other Companies				
	Quoted, Fully Paid up				
	Jio Financial Services Limited of Rs. 10 each	**6 85 00 000**	**1 535.43**	6 85 00 000	1 557.69
	In Units of Infrastructure Investment Trusts				
	Quoted, Fully Paid up				
	Digital Fibre Infrastructure Trust	**27 44 78 574**	**3 199.60**	27 44 78 574	3 069.22
	Intelligent Supply Chain Infrastructure Trust	**5 79 12 000**	**581.03**	5 79 12 000	**588.44**
	Total of Investments measured at Fair Value through Other Comprehensive Income		**5 316.06**		5 215.35
C.	**Investments measured at Fair Value through Profit and Loss**				
	In Preference Shares of Fellow Subsidiary				
	Unquoted, Fully Paid up				
	9% Non-Cumulative Redeemable Preference Shares of East West Pipeline Private Limited of Rs. 10 each (Re. 1, Previous Year Re. 1)	**50 00 00 000**	**0.00**	50 00 00 000	0.00
	In Debentures of Other Companies				
	Unquoted, Fully Paid up		**0.50**		0.50
	In Warrants of Other Companies				
	Unquoted				
	Jio Financial Services Limited (refer Note 2.3)	**25 00 00 000**	**-**	-	-

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
		Amount	Amount
	In Limited Liability Partnership (LLP)		
	[Rs. 33,000 (Previous Year Rs. 33,000)]	**0.00**	0.00
	Total of Investments measured at Fair Value through Profit and Loss	**0.50**	0.50
	Total Investments - Non-Current	**17 719.17**	23 239.12
	Aggregate amount of quoted investments	**5 316.06**	5 215.35
	Market Value of quoted investments	**5 316.06**	5 215.35
	Aggregate amount of unquoted investments	**12 403.11**	18 023.77
2.1	**Category-wise Investments - Non-Current**		
	Financial assets measured at Cost	**12 402.61**	18 023.27
	Financial assets measured at Fair Value through Other Comprehensive Income	**5 316.06**	5 215.35
	Financial assets measured at Fair Value through Profit and Loss	**0.50**	0.50
	Total Investments - Non-Current	**17 719.17**	23 239.12

2.2 Investment in Subsidiary, Associates and Jointly Controlled Entities alongwith proportion of ownership held and country of incorporation is given below :

Name of the Enterprise	Relationship	Country of Incorporation	Proportion of Ownership Interest
Capstone Commodities DMCC	Subsidiary	UAE	100.00%
Nandanbala Commercials Private Limited	Associate	India	Nil
Krama Enterprises Private Limited	Associate	India	Nil
Starlight Pictures Private Limited	Associate	India	Nil
Humm Info Care Private Limited	Associate	India	Nil
Amritkalash Commercial LLP	Jointly Controlled Entity	India	5.00%
Vaijayanti Commercial LLP	Jointly Controlled Entity	India	50.00%
Drishtimohan Commercial LLP	Jointly Controlled Entity	India	5.00%

2.3 The Company had subscribed to 25,00,00,000 warrants of Jio Financial Services Limited (JFSL) on preferential basis at an issue price of Rs. 316.50 per warrant convertible into equivalent number of equity shares of the face value of Rs. 10 each. These warrants were allotted on 3rd September 2025 and the Company had paid 25% of the issue price amounting to Rs. 1,978.13 crore on same date. The Company has done fair valuation of the same as on 31st March 2026.

2.4 For Investments given as security - refer Note 17 & 21.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
3.	**Loans - Non-Current**		
	(Unsecured and Considered Good)		
	Loans and Advances to Bodies Corporate and Others	**10 539.87**	17 918.84
	Loans and Advances to employees	**-**	0.01
	Total	**10 539.87**	17 918.85

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
4.	**Other Financials Assets - Non-Current**		
	Deposits	**9.86**	11.65
	Total	**9.86**	11.65

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
5.	**Other Non - Current Assets**		
	(Unsecured and Considered Good)		
	Capital Advances	**5.75**	5.75
	Advance Income Tax (refer Note 5.1)	**96.59**	67.33
	Deposits	**101.00**	101.00
	Others*	**27.99**	**-**
	Total	**231.33**	174.08
	* includes precious metals and stones etc.		

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
5.1	**Advance Income Tax (Net of Provision)**		
	At beginning of the year	**67.33**	30.33
	Charge for the year- Current Tax	**(1 116.50)**	(1 281.50)
	Tax paid (net) during the year	**1 145.76**	1 318.50
	At the end of the year	**96.59**	67.33

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
6.	**Inventories**		
	(valued at lower of cost or net realisable value)		
	Construction Materials, Stores, Spares and Consumables	**165.84**	175.81
	Total	**165.84**	175.81

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
7.	**Investments - Current**		
	Investments measured at Fair Value through Profit and Loss		
	In Mutual Funds - Unquoted (refer Note 7.2)	**22 918.78**	1 133.47
	Total Investments - Current	**22 918.78**	1 133.47
	Aggregate amount of quoted investments	**-**	-
	Market Value of quoted investments	**-**	-
	Aggregate amount of unquoted investments	**22 918.78**	1 133.47
7.1	**Category-wise Investments - Current**		
	Financial Assets measured at Fair Value through Profit and Loss	**22 918.78**	1 133.47
	Total Investments - Current	**22 918.78**	1 133.47

7.2 Mutual funds amounting to Rs. 1,202.58 crore (Previous Year Rs. Nil) are under lien in favour of debenture trustee for debentures referred to in Note 17.6.

7.3 For Investments given as security - refer Note 17 & 21.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
8.	**Trade Receivables**		
	(Unsecured and Considered Good)		
	Trade receivables	**463.28**	116.32
	Total	**463.28**	116.32

Notes to the Standalone Financial Statements for the year ended 31st March 2026

8.1 Trade Receivables Ageing :

As at 31st March 2026 (Rs. in crore)

Particulars	**Outstanding for following periods from due date of payment**						**Total**
	Not due*	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	
(i) Undisputed Trade Receivables - considered good	463.28	-	-	-	-	-	463.28
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	**463.28**	**-**	**-**	**-**	**-**	**-**	**463.28**

* includes Unbilled Dues of Rs. 17.71 crore

As at 31st March 2025 (Rs. in crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due*	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	116.32	-	-	-	-	-	116.32
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	116.32	-	-	-	-	-	116.32

* includes Unbilled Dues of Rs. 19.98 crore

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
9.	**Cash and Cash Equivalents**		
	Balances with Banks	**334.94**	832.50
	Cash on hand	**0.01**	0.01
	Cash and Cash Equivalents as per Balance Sheet	**334.95**	832.51
	Cash and Cash Equivalents as per Statement of Cash Flows	**334.95**	832.51

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
10.	**Other Bank Balances**		
	Fixed deposits with banks*	**600.00**	-
	Total	**600.00**	-

* Rs. 600.00 crore (Previous Year Rs. Nil) towards investments/ deposits placed for redemption of debentures.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
11.	**Loans - Current**		
	(Secured and Considered Good)		
	Loans and Advances to Body Corporate	**-**	58.39
	(Unsecured and Considered Good)		
	Loans and Advances to Body Corporate and Others	**74.34**	7 573.04
	Loans and Advances to employees	**0.01**	0.02
		74.35	7 573.06
	(Unsecured and Considered Doubtful)		
	Loans and Advances to Related Party (refer Note 33)	**362.82**	362.82
	Loans and Advances to Bodies Corporate	**1.79**	1.81
	Less: Provision for Doubtful Loans & Advances (net)	**(364.61)**	(364.63)
		-	-
	Total	**74.35**	7 631.45

Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (Net of provision made for doubtful amounts).

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

Type of Borrower	As at 31st March 2026	As at 31st March 2025
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Party	-	-
Total	-	-
Total Loan (Non-Current & Current)	**10 614.21**	25 550.27
Percentage to the total Loans and Advances in the nature of loans	**0%**	0%

The above loans given to related party are repayable as prescribed in the terms of loans.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
12.	**Other Financial Assets - Current**		
	Interest Receivables	**40.61**	31.02
	Less: Provision for Doubtful Receivables	**(1.10)**	(1.10)
		39.51	29.92
	Deposits	**28.37**	25.56
	Others*	**9.09**	9.27
	Total	**76.97**	64.75

* includes employee advances, claims and other receivables etc.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
13.	**Taxation**		
	Tax Expenses recognised in Statement of Profit and Loss		
	Current Tax (Net of Income Tax for earlier years)	**1 116.50**	1 281.50
	Deferred Tax	**(76.27)**	(112.42)
	Total	**1 040.23**	1 169.08
	Tax Expenses for the year can be reconciled to the accounting profit as follows:		
	Profit before Tax	**6 774.45**	2 512.17
	Applicable Tax Rate	**25.1680%**	25.1680%
	Computed Tax Expense	**1 704.99**	632.26
	Tax effect of :		
	Expenses disallowed/ considered separately	**393.51**	717.17
	Fair Value Changes	**424.73**	(2.15)
	Setoff against b/f losses	**(1 348.64)**	-
	Additional allowances / deductions (Net of Income tax for earlier years)	**(58.09)**	(65.78)
	Current Tax Provision (A)	**1 116.50**	1 281.50

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
Incremental Deferred tax Liability/ (Asset) on account of Property, Plant and Equipment and Intangible Assets	**(72.28)**	(49.33)
Incremental Deferred tax Liability/ (Asset) on account of Financial Assets and Other Items	**(3.99)**	(63.09)
Deferred Tax Provision (B)	**(76.27)**	(112.42)
Tax Expenses recognised in Statement of Profit and Loss (A+B)	**1 040.23**	1 169.08
Effective Tax Rate	**15.36%**	46.54%

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
14. Other Current Assets		
(Unsecured and Considered Good)		
Balance with Government Authorities etc.	**0.04**	101.17
Others *	**212.11**	141.98
Total	**212.15**	243.15

* includes prepaid expenses, advance to vendors, GST receivables, etc.

(Rs. in crore)

	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	**Amount**	No. of Shares	Amount
15. Equity Share Capital				
Authorised Share Capital				
Equity Shares of Re. 1 each	**5000 00 00 000**	**5 000.00**	5000 00 00 000	5 000.00
Preference Shares of Rs. 10 each	**1500 00 00 000**	**15 000.00**	1500 00 00 000	15 000.00
Total		**20 000.00**		20 000.00
Issued, Subscribed and Paid up Share Capital :				
Equity Shares of Re.1 each fully paid up	**2475 00 00 000**	**2 475.00**	2475 00 00 000	2 475.00
Total		**2 475.00**		2 475.00

15.1 The details of shareholders holding more than 5% shares :

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	**% held**	No. of Shares	% held
Equity Share :				
Reliance Industries Holding Private Limited (Holding Company)*	**2475 00 00 000**	**100.00**	2475 00 00 000	100.00

* Includes 6 shares held by the nominees of Holding Company jointly with it, the beneficial interest of which is with the Holding Company.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

15.2 The reconciliation of the number of shares outstanding is set out below :

Particulars	As at 31st March 2026 No. of Shares	As at 31st March 2025 No. of Shares
Equity Share :		
Equity Shares at the beginning of the year	**2475 00 00 000**	2475 00 00 000
Equity Shares at the end of the year	**2475 00 00 000**	2475 00 00 000

15.3 The Company had issued and allotted 2200,00,00,000 Equity Shares of Re. 1 each as fully paid-up bonus equity shares, by capitalising the reserves, to the existing Equity Shareholders on 26th May 2022.

15.4 Rights and Restrictions to Equity Shares

The Equity Shares of the Company, rank pari passu in all respects including voting rights and entitlement to dividend. The holder of the equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

15.5 Shareholding of equity shares held by Promoters

As at 31st March 2026

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	2475 00 00 000	-	2475 00 00 000	100.00	-

As at 31st March 2025

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	2475 00 00 000	-	2475 00 00 000	100.00	-

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
16. Other Equity		
Capital Reserve		
As per last Balance Sheet	**705.75**	705.75
Capital Redemption Reserve		
As per last Balance Sheet	**-**	-
Transferred from Retained Earnings (refer Note 17.2)	**3 500.00**	-
	3 500.00	-
Securities Premium		
As per last Balance Sheet	**17 967.47**	17 967.47
Debenture Redemption Reserve		
As per last Balance Sheet	**1 316.80**	1 316.80

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
Retained Earnings		
As per last Balance Sheet	**3 502.77**	1 437.44
Profit for the year	**5 734.22**	1 343.09
Transfer from Other Comprehensive Income	**557.45**	722.24
Transferred to Capital Redemption Reserve (refer Note 16.1(b))	**(3 500.00)**	-
	6 294.44	3 502.77
Other Comprehensive Income (OCI)		
As per last Balance Sheet	**1 870.80**	2 747.34
Movement in OCI (Net) during the year	**411.07**	(154.30)
Transferred to Retained Earnings	**(557.45)**	(722.24)
	1 724.42	1 870.80
Total	**31 508.88**	25 363.59

16.1 Nature and Purpose of Reserve :

(a) Capital Reserve (CR) is created pursuant to various Schemes of Amalgamations and / or Arrangements in earlier years. The CR will be utilised in accordance with the provisions of the Companies Act, 2013.

(b) Capital Redemption Reserve (CRR) is created against redemption of preference shares. The CRR will be utilised in accordance with the provisions of the Companies Act, 2013.

(c) Securities Premium (SP) represents aggregate of :-

(i) amount received in excess of face value of shares issued by the Company.

(ii) amount adjusted pursuant to provisions of various Schemes of Amalgamations and / or Arrangements and bonus shares issued in earlier years. The balance lying in SP will be utilised in accordance with the provisions of the Companies Act, 2013.

(d) Debenture Redemption Reserve (DRR) is created pursuant to requirement of Companies Act, 2013 and rules framed thereunder. Balance available in DRR will be transferred to retained earnings / general reserve upon redemption of debentures issued by the Company from time to time.

16.2 In terms of the provisions of Section 71 of the Companies Act, 2013 read with Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014, the Company is required to create Debenture Redemption Reserve (DRR) of minimum amount of Rs. 1,316.80 crore, over the tenure of the debentures, being 10% of the outstanding value of Debentures i.e. Rs. 13,168.00 crore as on 31st March 2026. The Company already has a DRR balance of Rs. 1,316.80 crore as at 31st March 2025 and hence no further DRR is required to be created for the year ended 31st March 2026.

(Rs. in crore)

	As at 31st March 2026		As at 31st March 2025	
	Non-Current	**Current**	Non-Current	Current
17. Borrowings - Non-Current				
Secured - At amortised cost*				
Non Convertible Debentures	**-**	**11 998.21**	11 984.08	-
Term Loans :				
From Banks	**3 943.89**	**369.66**	3 650.00	875.00

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	As at 31st March 2026		As at 31st March 2025	
	Non-Current	**Current**	Non-Current	Current
Unsecured - At amortised cost				
9% Cumulative Redeemable Preference Shares	**47.00**	**-**	47.00	-
9% Non-Cumulative Optionally Convertible Preference Shares	**-**	**-**	3 500.00	-
Total	**3 990.89**	**12 367.87**	19 181.08	875.00

* includes Rs. 3.24 crore (Previous Year Rs. 15.92 crore) as prepaid finance charges.

17.1 4,70,00,000 9% Cumulative Redeemable Preference Shares (Series I to V) (CRPS) of face value of Rs. 10/- each fully paid up shall be redeemed at Rs. 10/- per share at any time, at the option of the Company, but not later than 31st August 2037. The redemption shall be made in accordance with the applicable provisions of the Companies Act, 2013 and Articles of Association of the Company. The CRPS carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up. The CRPS are non-participating in the surplus funds/ surplus assets and profits, on winding up which may remain after the entire capital has been repaid. The CRPS carry voting rights prescribed under the provisions of the Companies Act, 2013.

The details of Shareholder holding more than 5% shares :

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	**% held**	No. of Shares	% held
Reliance Industries Holding Private Limited (Holding Company)	**4 70 00 000**	**100.00**	4 70 00 000	100.00

The reconciliation of the number of shares outstanding is set out below :

Particulars	**As at 31st March 2026**	As at 31st March 2025
	No. of Shares	No. of Shares
CRPS at the beginning of the year	**4 70 00 000**	4 70 00 000
CRPS at the end of the year	**4 70 00 000**	4 70 00 000

Shareholding of 9% Cumulative Redeemable Preference Shares held by Promoters

As at 31st March 2026

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	4 70 00 000	-	4 70 00 000	100.00	-

As at 31st March 2025

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	4 70 00 000	-	4 70 00 000	100.00	-

17.2 The Company had issued 350,00,00,000 9% Non-Cumulative Optionally Convertible Preference Shares (OCPS) of face value of Rs. 10 each fully paid up which were fully redeemed during the year. The Company and the holder had right to convert OCPS, in parts or full and in one or more tranches, into equity shares of the Company, any time during the Tenure of the OCPS, by either

Notes to the Standalone Financial Statements for the year ended 31st March 2026

party by giving a written notice of conversion of such number of OCPS into Equity shares at Conversion Price. Conversion Price shall mean the fair value of Equity Share on the date of conversion, provided that the Conversion Price shall not be less than the Face Value of the Equity Shares. The conversion shall be made in accordance with the applicable provisions of the Companies Act, 2013 and Articles of Association of the Company.

The holder of OCPS also had the option of seeking redemption in parts or full any time during the tenure of the OCPS, at par value of Rs. 10/- per OCPS, by issuing at least 30 days prior notice to the Company.

Each OCPS, not opted for conversion or redemption as mentioned above and remaining outstanding at the end of Tenure (i.e. at the end of 10 years from the date of allotment) was compulsorily redeemable at par value of Rs. 10 per OCPS.

The OCPS carried a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up. The OCPS carried voting rights prescribed under the provisions of the Companies Act, 2013.

Pursuant to notice for redemption received from the holder of OCPS, the OCPS were fully redeemed on 17th February 2026, out of the profits, the Company has created Capital Redemption Reserve (CRR) for the face value of OCPS aggregating Rs. 3,500.00 crore.

The details of Shareholder holding more than 5% shares :

Name of the Shareholder	**As at 31st March 2026**		As at 31st March 2025	
	No. of Shares	**% held**	No. of Shares	% held
Jamnagar Utilities & Power Private Limited (Fellow Subsidiary)	**-**	**-**	350 00 00 000	100.00

The reconciliation of the number of shares outstanding is set out below :

Particulars	**As at 31st March 2026**	As at 31st March 2025
	No. of Shares	No. of Shares
OCPS at the beginning of the year	**350 00 00 000**	350 00 00 000
OCPS redeemed during the year	**350 00 00 000**	-
OCPS at the end of the year	**-**	350 00 00 000

17.3 7.90% Secured Redeemable Non Convertible Debentures- PPD 7 aggregating Rs. 2,000.00 crore (Previous Year Rs. 2,000.00 crore) are redeemable at par on November 18, 2026. These Non Convertible Debentures are secured by;

(a) a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and investment in redeemable securities of the Company and

(b) mortgage over a building (residential flat) owned by the Company situated at Kandivali, Mumbai;

17.4 7.95% Secured Redeemable Non Convertible Debentures- PPD 6 aggregating Rs. 2,000.00 crore (Previous Year Rs. 2,000.00 crore) are redeemable at par on October 28, 2026. These Non Convertible Debentures are secured by;

(a) a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and investment in redeemable securities of the Company and

(b) mortgage over a building (residential flat) owned by the Company situated at Kandivali, Mumbai;

Notes to the Standalone Financial Statements for the year ended 31st March 2026

17.5 6.75% Secured Redeemable Non Convertible Debentures- PPD 12 aggregating Rs. 4,000.00 crore (Previous Year Rs. 4,000 crore) are redeemable at par on April 22, 2026. These Non Convertible Debentures are secured by;

a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and investment in redeemable securities of the Company;

17.6 Zero Coupon Secured Redeemable Non Convertible Debentures- PPD 13 issued on 17th March 2023 at discounted price aggregating to Rs. 4,000.00 crore (Previous Year Rs. 4,000.00 crore) are redeemable at par value aggregating to Rs. 5,168.00 crore on 17th April 2026. The discount aggregating Rs. 1,168.00 crore is being amortised over the tenure of debentures using the Effective Interest Method and cumulative discount amortised till the reporting date has been disclosed under "Other Financial Liabilities - Current" (refer Note 23). These Non Convertible Debentures are secured by;

a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of movable fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and identified investments of the Company;

17.7 Secured Term Loans aggregating Rs. 4,315.00 crore (Previous Year Rs. 4,525.00 crore) are repayable between 30th June 2026 and 31st December 2032 (rate of interest ranging from 6.67% to 8.25% p.a.). These Term Loans are secured by first pari passu charge by way of hypothecation over all the movable (movable fixed assets; identified long term and short term investments, other current assets and loans & advances) assets of the Company, both present and future. The loans are repayable as under;

	Current	**Non-Current**		
Repayment in :-	**1 Year**	**1-3 Year**	**3-5 Year**	**Above 5 Year**
(Rs. in crore)	370.00	3 490.00	210.00	245.00

17.8 The Company has satisfied all the covenants prescribed in terms of borrowings.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
18.	**Other Financial Liabilities - Non-Current**		
	Security Deposits from a Related Party (refer Note 33)	**887.73**	816.35
	Fair Value of Derivative Instruments - Payable	**-**	111.00
	Amortised discount on Debentures	**-**	738.71
	Total	**887.73**	1 666.06

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
19.	**Deferred Tax Liabilities (Net)**		
	The movement on the deferred tax account is as follows:		
	At the start of the year	**880.54**	1 185.52
	Charge / (Credit) to Statement of Profit and Loss (refer Note 13)	**(76.27)**	(112.42)
	Charge / (Credit) to Other Comprehensive Income	**(66.24)**	(192.56)
	At the end of year	**738.03**	880.54

Notes to the Standalone Financial Statements for the year ended 31st March 2026

Component of Deferred tax Liabilities / (Assets) (Net)

As at 31st March 2026

	As at 1st April 2025	Charge / (Credit) to		As at 31st March 2026
		Statement of Profit and Loss	Other Comprehensive Income	
Deferred tax Liabilities / (Assets) (Net) in relation to:				
Property, Plant and Equipment	**871.51**	(72.28)	(140.12)	**659.11**
Financial Assets	**5.21**	56.13	17.00	**78.34**
Financial and Other Liabilities	**4.00**	(60.19)	57.01	**0.82**
Provisions	**(0.18)**	0.07	(0.13)	**(0.24)**
Total	**880.54**	**(76.27)**	**(66.24)**	**738.03**

As at 31st March 2025

	As at 1st April 2024	Charge / (Credit) to		As at 31st March 2025
		Statement of Profit and Loss	Other Comprehensive Income	
Deferred tax Liabilities / (Assets) (Net) in relation to:				
Property, Plant and Equipment	**1 102.17**	(49.33)	(181.33)	**871.51**
Financial Assets	**75.95**	(12.84)	(57.90)	**5.21**
Financial and Other Liabilities	**7.56**	(50.28)	46.72	**4.00**
Provisions	**(0.16)**	0.03	(0.05)	**(0.18)**
Total	**1 185.52**	**(112.42)**	**(192.56)**	**880.54**

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
20. Other Non - Current Liabilities		
Security Deposits considered as Income received in Advance from a Related Party (refer Note 33)	**84.65**	162.27
Total	**84.65**	162.27

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
21.	**Borrowings - Current**		
	Secured - At amortised cost		
	Current maturities of Borrowings - Non Current (refer Note 17 for other details)	**12 367.87**	875.00
	From Bank		
	Working Capital Demand Loan (refer Note 21.1)	**3 250.00**	-
	Unsecured - At amortised cost		
	From. Others		
	Commercial Papers*	**-**	4 541.75
	Total	**15 617.87**	5 416.75

* Maximum amount outstanding at any time during the year was Rs. 4,627.27 crore (Previous Year Rs. 4,541.75 crore).

21.1 Working Capital Demand Loan from Bank of Rs. 3,250.00 crore (Previous Year Rs. Nil) are secured by first pari passu charge by way of hypothecation over all the movable (movable fixed assets; identified long term and short term investments, other current assets and loans & advances) assets of the Company, both present and future. The quarterly information in connection with the security cover, provided by the Company to the bank, are in agreement with the books of account.

21.2 Refer note 38B (iii) for maturity profile.

21.3 The Company has satisfied all the covenants prescribed in terms of its borrowings.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
22.	**Trade Payables Due to**		
	Micro Enterprises and Small Enterprises (refer Note 22.1)	**20.94**	13.60
	Other than Micro Enterprises and Small Enterprises	**101.34**	108.29
	Total	**122.28**	121.89

22.1 There are no overdue amounts to Micro, Small and Medium Enterprises as at 31st March 2026 for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

(Rs. in crore)

	Particulars	As at 31st March 2026	As at 31st March 2025
(a)	the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	**-**	-
(b)	the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	**-**	-

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
(c)	the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d)	the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

22.2 Trade Payables Ageing :

As at 31st March 2026 (Rs. in crore)

Particulars		**Outstanding for following periods from due date of payment**					**Total**
		Not Due	**< 1 year**	**1-2 years**	**2-3 years**	**> 3 years**	
(i)	MSME*	20.94	-	-	-	-	20.94
(ii)	Others	82.68	14.95	1.34	0.93	1.45	101.34
(iii)	Disputed dues- MSME	-	-	-	-	-	-
(iv)	Disputed dues- Others	-	-	-	-	-	-
	Total	**103.62**	**14.95**	**1.34**	**0.93**	**1.45**	**122.28**

As at 31st March 2025 (Rs. in crore)

Particulars		Outstanding for following periods from due date of payment					Total
		Not Due	< 1 year	1-2 years	2-3 years	> 3 years	
(i)	MSME*	13.60	-	-	-	-	13.60
(ii)	Others	82.92	6.39	10.90	3.53	4.55	108.29
(iii)	Disputed dues- MSME	-	-	-	-	-	-
(iv)	Disputed dues- Others	-	-	-	-	-	-
	Total	96.52	6.39	10.90	3.53	4.55	121.89

* MSME only includes micro enterprises and small enterprises.

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
23. Other Financial Liabilities - Current		
Interest Accrued but Not Due on Borrowings	**383.42**	389.29
Amortised discount on Debentures	**1 148.61**	-
Creditors for Capital Expenditure	**1.83**	1.84
Fair Value of Derivative Instruments - Payable	**175.43**	391.82
Others^	**5.38**	7.15
Total	**1 714.67**	790.10

^ represents employees related liabilities and other payables.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
24.	**Other Current Liabilities**		
	Security Deposits	**2.73**	1.98
	Security Deposits considered as Income received in Advance from a Related Party (refer Note 33)	**77.62**	71.38
	Other Payables*	**45.93**	41.83
	Total	**126.28**	115.19

* includes statutory dues and advances from customers etc.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
25.	**Provisions - Current**		
	Provisions for Employee Benefits*	**0.89**	0.71
	Total	**0.89**	0.71

* represents provisions for leave encashment and superannuation.

(Rs. in crore)

		2025-26	2024-25
26.	**Revenue from Operations:**		
	Sale of Services		
	Port Infrastructure Facilities	**5 349.97**	5 141.57
	Infrastructure Facilities in SEZ	**4.66**	8.00
	Construction, Engineering and Equipment Hiring	**278.64**	320.49
		5 633.27	5 470.06
	Sale of Traded Goods	**0.35**	0.36
		5 633.62	5 470.42
	Less: GST Recovered	**302.91**	320.38
	Total Operating Revenue	**5 330.71**	5 150.04
	Other Operating Revenue	**0.41**	1.12
	Total	**5 331.12**	5 151.16

(Rs. in crore)

		2025-26	2024-25
27.	**Other Income:**		
	Interest from		
	Financial Assets carried at Amortised Cost	**2 138.96**	2 761.05
	Investments at FVTOCI	**327.99**	330.64
	Others	**-**	91.07
		2 466.95	3 182.76

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	2025-26	2024-25
Net Gain on Financial Assets		
Gain on Sale /Redemption / Transfer of Investments (Net)	**299.60**	54.67
Changes in Fair Value of Financial Assets (Net)	**311.27**	19.83
	610.87	74.50
Dividend Income	**3.43**	-
Net Gain on Foreign Currency Transactions and Translation	**67.17**	16.30
Other Non Operating Income	**19.00**	11.02
	89.60	27.32
Total	**3 167.42**	3 284.58

(Rs. in crore)

		2025-26	2024-25
28.	**Employee Benefits Expense**		
	Salaries and Wages	**34.23**	31.18
	Contribution to Provident and Other Funds	**3.52**	2.29
	Staff Welfare Expenses	**54.80**	68.77
	Total	**92.55**	102.24

28.1 As per Indian Accounting Standard 19 "Employee Benefits", the disclosures as defined are given below :

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

(Rs. in crore)

Particulars	**2025-26**	2024-25
Employer's Contribution to Provident Fund	**1.15**	1.09
Employer's Contribution to Superannuation Fund	**0.48**	0.43
Employer's Contribution to Pension Scheme	**0.69**	0.59

The Company's Provident Fund is exempted under Section 17 of Employees' Provident Fund and Miscellaneous Provisions Act, 1952.

Defined Benefit Plan

I) Reconciliation of opening and closing balances of Defined Benefit Obligation

(Rs. in crore)

	Gratuity (Funded)	
	2025-26	2024-25
Defined Benefit Obligation at beginning of the year	**4.35**	4.16
Interest Cost	**0.34**	0.31
Current Service Cost	**0.37**	0.30
Past Service Cost	**0.94**	-
Actuarial (Gain) / Loss	**0.53**	0.22
Benefits paid	**(0.10)**	(0.64)
Defined Benefit Obligation at year end	**6.43**	4.35

Notes to the Standalone Financial Statements for the year ended 31st March 2026

II) Reconciliation of opening and closing balances of Fair Value of Plan Assets

(Rs. in crore)

	Gratuity (Funded)	
	2025-26	2024-25
Fair Value of Plan Assets at beginning of the year	**6.30**	5.83
Interest Income	**0.45**	0.43
Return on Plan Assets	**0.03**	0.04
Fair Value of Plan Assets at year end	**6.78**	6.30

III) Reconciliation of Fair Value of Assets and Obligations

(Rs. in crore)

	Gratuity (Funded)	
	As at 31st March 2026	As at 31st March 2025
Fair value of Plan Assets	**6.78**	6.30
Present value of Obligation	**6.43**	4.35
Amount recognised in Balance Sheet [Surplus/(Deficit)]	**0.35**	1.95

IV) Expenses recognised during the year

(Rs. in crore)

	Gratuity (Funded)	
	2025-26	2024-25
In Income Statement		
Current Service Cost	**0.37**	0.30
Past Service Cost	**0.94**	-
Interest Cost	**0.34**	0.31
Interest Income	**(0.45)**	(0.43)
Net Cost	**1.20**	0.18
In Other Comprehensive Income		
Actuarial (Gain) / Loss	**0.53**	0.22
Return on Plan Assets	**(0.03)**	(0.04)
Net (Income) / Expense for the year recognised in OCI	**0.50**	0.18

V) Investment Details

	Gratuity (Funded)			
	As at 31st March 2026		As at 31st March 2025	
	(Rs. in crore)	**% Invested**	(Rs. in crore)	% Invested
Insurance Fund	**6.78**	**100.00**	6.30	100.00

Notes to the Standalone Financial Statements for the year ended 31st March 2026

VI) Actuarial Assumptions

	Gratuity (Funded)	
	2025-26	2024-25
Mortality Table (IALM)	**2012-14**	2012-14
	(Urban)	(Urban)
Discount Rate (per annum)	6.91%	6.90%
Expected Rate of Return on Plan Assets (per annum)	6.91%	6.90%
Rate of escalation in Salary (per annum)	6.00%	6.00%
Rate of Employee Turnover (per annum)	5.00%	5.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Expected Rate of Return on Plan Assets is determined considering several applicable factors, mainly the composition of Plan Assets held, assessed risks, historical results of return on Plan Assets and the Company's policy for Plan Assets Management.

VII) The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2025-26.

VIII) Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below :

(Rs. in crore)

Particulars	**As at 31st March 2026**		As at 31st March 2025	
	Decrease	**Increase**	Decrease	Increase
Change in discounting rate (delta effect of +/- 0.5%)	**0.14**	**0.15**	0.09	0.10
Change in rate of salary increase (delta effect of -/+ 0.5%)	**0.12**	**0.12**	0.10	0.10
Change in rate of employee turnover (delta effect of -/+ 0.5%)	**0.01**	**0.01**	0.00	0.00

These plans typically expose the Company to actuarial risks such as: Investment Risk, Interest Risk, Longevity Risk and Salary Risk.

Investment Risk :- The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest Risk :- A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity Risk :- The present value of the defined benefit plan liability is calculated with reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Risk :- The present value of the defined plan liability is calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

IX) The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from 21st November 2025. The Ministry of Labour & Employment has notified Central Rules to enable assessment of the financial impact due to changes in regulations.

The incremental impact of these changes, assessed by the Company, on the basis of the information available, consistent with the guidance provided by the Institute of Chartered Accountants of India, is not material and has been recognised for the year ended 31st March 2026.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

			(Rs. in crore)
		2025-26	2024-25
29.	**Finance Costs:**		
	Interest Costs*	**1 644.43**	1 652.42
	Other Borrowing Costs	**15.06**	14.27
	Total	**1 659.49**	1 666.69
	* includes Interest on Lease Liabilities Rs. Nil (Previous Year Rs. 0.11 crore).		

			(Rs. in crore)
		2025-26	2024-25
30.	**Depreciation and Amortisation Expense**		
	Depreciation and Amortisation Expense (refer Note 1)	**830.19**	1 029.41
	Total	**830.19**	1 029.41

			(Rs. in crore)
		2025-26	2024-25
31.	**Other Expenses**		
	Port Infrastructure related Expenses	**502.22**	460.44
	Contracts and Networking Expenses	**328.40**	773.84
	Construction Materials, Stores, Spares and Consumables consumed	**336.66**	380.23
	Hire Charges	**207.30**	186.57
	Repairs to Plant and Machinery	**105.96**	77.47
	Legal and Professional Fees	**108.66**	283.29
	Insurance	**18.03**	21.89
	Rent	**234.30**	166.83
	Rates and Taxes	**2.45**	2.05
	Repairs to Buildings	**0.19**	0.07
	Repairs to Others	**164.08**	146.64
	Payment to Auditors (refer Note 31.1)	**1.09**	1.02
	Travelling Expenses	**73.88**	271.54
	General Expenses	**56.80**	42.11
	Corporate Social Responsibility Expenditure (refer Note 31.2)	**43.65**	48.56
	Provision for Doubtful Loans & Advances	**(0.02)**	(0.09)
	Changes in Fair Value of Warrants (refer Note 2.3)	**1 978.13**	-
	Loss on Derivative Transactions (net)	**389.89**	258.07
	Loss on Sale / Disposal of Property, Plant and Equipment	**4.49**	4.70
	Total	**4 556.16**	3 125.23

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		2025-26	2024-25
31.1	**Payment to Auditors as :**		
	Statutory Audit Fees	**0.86**	0.80
	Tax Audit Fees	**0.21**	0.21
	Fees for Other Services (Previous Year Rs. 45,000)	**0.01**	0.00
	Out of Pocket Expenses	**0.01**	0.01
	Total	**1.09**	1.02

31.2 Corporate Social Responsibility Expenditure (CSR) :

(Rs. in crore)

		2025-26	2024-25
(a)	Gross amount required to be spent by the Company during the year.	**43.65**	48.55
(b)	Amount spent during the year on:		
	(i) Construction / acquisition of any asset	**-**	-
	(ii) Amount of expenditure incurred on purposes other than (i) above are given as under:		
	Animal Welfare	**43.65**	48.56
	Total (b)	**43.65**	48.56
(c)	Shortfall at the end of the year	**-**	-
(d)	Total of previous year default	**-**	-
(e)	Details of related party transactions	**-**	-
(f)	Balance carried forward		
	Opening Balance	**-**	-
	Amount spent during the year	**43.65**	48.56
	Amount required to be spent during the year	**(43.65)**	(48.55)
	Closing Balance - Excess Spent (Rs. 32,512)	**0.00**	0.01

The Company had not set off the excess amount of Rs. 0.01 crore spent during the year 2024-25 against the current year CSR obligation. The Company will not be setting off the excess amount of Rs. 32,512 spent during the year 2025-26 against the next year CSR obligation.

		2025-26	2024-25
32.	**Earnings Per Share (EPS)**		
	A - After Exceptional Items		
	Net Profit after Tax as per Statement of Profit and Loss (Rs. in crore)	**5 734.22**	1 343.09
	Less :- Dividend on 9% Cumulative Redeemable Preference Shares (CRPS) (Rs. in crore)	**4.23**	4.23
	Net Profit attributable to Equity Shareholders (Rs. in crore) (used as Numerator for calculation)	**5 729.99**	1 338.86
	Weighted Average number of Equity Shares (used as denominator for calculating EPS)	**2475 00 00 000**	2475 00 00 000
	Basic and Diluted Earnings Per Share of Re. 1 each (in Rupees)* - After Exceptional Item	**2.32**	0.54

Notes to the Standalone Financial Statements for the year ended 31st March 2026

	2025-26	2024-25
B - Before Exceptional Items		
Net Profit after Tax as per Statement of Profit and Loss (Rs. in crore)	**319.92**	1 343.09
Less :- Dividend on 9% Cumulative Redeemable Preference Shares (CRPS) (Rs. in crore)	**4.23**	4.23
Net Profit attributable to Equity Shareholders (Rs. in crore) (used as Numerator for calculation)	**315.69**	1 338.86
Weighted Average number of Equity Shares (used as denominator for calculating EPS)	**2475 00 00 000**	2475 00 00 000
Basic and Diluted Earnings Per Share of Re. 1 each (in Rupees)* - Before Exceptional Items	**0.13**	0.54

*350,00,00,000 OCPS referred to in Note 17.2 were convertible into equity shares of the Company at the Conversion Price being the fair value of equity shares on the date of conversion, thus conversion of OCPS into equity shares was not likely to have any dilutive effect and hence not considered in the denominator for calculating the EPS in the previous year.

33 Related Party Disclosures

Disclosure of transactions with related parties as per Indian Accounting Standard 24/ Companies Act, 2013 are given below:

(i) List of related parties where control exists and with whom transactions have taken place and relationships :

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Holding Private Limited	Holding Company
2	Srichakra Commercials LLP	Entity jointly controlled by Holding Company
3	Capstone Commodities DMCC	Subsidiary Company (from 14th July 2025)
4	Mineral Ridge Gold LLC	Subsidiary Company (from 25th Aug 2025)
5	Jio Financial Services Limited	Group Entity whose member has significant influence
6	East West Pipeline Private Limited	Fellow Subsidiary
7	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary (Associate up to 25th February 2026)
8	Aprameya Commercials Private Limited	Fellow Subsidiary (Associate up to 17th April 2025)
9	Krama Enterprises Private Limited	Fellow Subsidiary & Associate
10	Nandanbala Commercials Private Limited	Associate
11	Humm Info Care Private Limited	Associate (from 9th August 2024)
12	Starlight Pictures Private Limited	Associate
13	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company
14	Amritkalash Commercial LLP	Jointly Controlled Entity
15	Drishtimohan Commercial LLP	Jointly Controlled Entity
16	Vaijayanti Commercial LLP	Jointly Controlled Entity
17	Shri Suresh Subramaniam	Key Managerial Personnel
18	Shri Ritesh Shiyal	Key Managerial Personnel
19	Ms. Forum Sheth	Key Managerial Personnel
20	Sikka Ports & Terminals Limited Employees Provident Fund	Post Employment Benefits Plan
21	Sikka Ports & Terminals Limited Employees Superannuation Scheme	Post Employment Benefits Plan

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(ii) Transactions during the year with Related Parties :

(Rs. in crore)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Holding Company / Entity jointly controlled by Holding Company	Subsidiary Company	Group Entity / Entity whose KMP /Relatives/ Member having significant influence over the Holding Company / Company	Associate / Fellow Subsidiaries & Associate /Jointly Controlled Entity	Key Managerial Personnel	Post Employment Benefit Plans	Total
1	Redemption of Preference Shares	-	-	-	3 500.00	-	-	3 500.00
		-	-	-	-	-	-	-
2	Purchase / Subscription of Investments	-	328.29	1 978.13	-	-	-	2 306.42
		-	-	-	*4.17*	-	-	*4.17*
3	Sale / Redemption of Investments	-	-	-	9 088.00	-	-	9 088.00
		-	-	-	-	-	-	-
4	Loan acquired on Assignment	-	-	-	-	-	-	-
		-	-	-	*2 500.00*	-	-	*2 500.00*
5	Sale of Services	-	-	4 570.96	3.56	-	-	4 574.52
		-	-	*4 325.99*	*21.55*	-	-	*4 347.54*
6	Other Income	2.00	0.55	-	-	-	-	2.55
		-	-	-	-	-	-	-
7	Dividend Received	-	-	3.43	-	-	-	3.43
		-	-	-	-	-	-	-
8	Billing for Professional on Deputation	-	-	-	0.02	-	-	0.02
		-	-	-	*0.02*	-	-	*0.02*
9	Lease Rent Expenses [Rs. 2,000 (Previous Year Rs. 2,000)]	-	-	0.00	-	-	-	0.00
		-	-	*0.00*	-	-	-	*0.00*
10	Purchase including Construction Material, Stores, Spares and Consumables	-	-	0.16	-	-	-	0.16
		-	-	*0.89*	-	-	-	*0.89*
11	Payment to Key Managerial Personnel	-	-	-	-	1.80	-	1.80
		-	-	-	-	*1.70*	-	*1.70*
12	Other Expenses	4.00	-	0.54	-	-	-	4.54
		-	-	*0.55*	-	-	-	*0.55*
13	Employee Benefits Expense	-	-	-	-	-	3.34	3.34
		-	-	-	-	-	*3.26*	*3.26*
14	Corporate Guarantee given	-	199.15	-	-	-	-	199.15
		-	-	-	-	-	-	-

Notes to the Standalone Financial Statements for the year ended 31st March 2026

(iii) Balances as at 31st March 2026

(Rs. in crore)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Holding Company / Entity jointly controlled by Holding Company	Subsidiary Company	Group Entity / Entity whose KMP /Relatives/ Member having significant influence over the Holding Company / Company	Associate / Fellow Subsidiaries & Associate /Jointly Controlled Entity	Key Managerial Personnel	Post Employment Benefit Plans	Total
1	**Borrowings - Preference shares**	**47.00**	**-**	**-**	**-**	**-**	**-**	**47.00**
		47.00	-	-	*3 500.00*	-	-	*3 547.00*
2	**Investments**	**-**	**329.34**	**1 535.43**	**12 073.27**	**-**	**-**	**13 938.04**
		-	-	*1 557.69*	*18 023.27*	-	-	*19 580.96*
3	**Trade Receivables**	**-**	**0.28**	**423.88**	**0.19**	**-**	**-**	**424.35**
		-	-	*72.98*	*0.15*	-	-	*73.13*
4	**Trade Payables**	**-**	**-**	**0.01**	**-**	**-**	**-**	**0.01**
		-	-	-	-	-	-	-
5	**Security Deposits taken**	**-**	**-**	**887.73**	**-**	**-**	**-**	**887.73**
		-	-	*816.35*	-	-	-	*816.35*
6	**Security Deposits considered as Income received in Advance**	**-**	**-**	**162.27**	**-**	**-**	**-**	**162.27**
		-	-	*233.65*	-	-	-	*233.65*
7	**Loans and Advances given**	**-**	**-**	**-**	**362.82**	**-**	**-**	**362.82**
		-	-	-	*362.82*	-	-	*362.82*
8	**Provision for Doubtful Loans & Advances**	**-**	**-**	**-**	**362.82**	**-**	**-**	**362.82**
		-	-	-	*362.82*	-	-	*362.82*
9	**Outstanding Corporate Guarante**	**-**	**199.15**	**-**	**-**	**-**	**-**	**199.15**
		-	-	-	-	-	-	-

Note: Figures in italics represent previous year's amounts. The transactions and balances have been given in respect of the year during which relationship exists. The opening/ closing balances include the amount of applicable taxes, while the transaction value excludes the applicable taxes.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

Disclosure of major Related Party transactions (in respect of the parties and for the period during which the relationship exists) :

(Rs. in crore)

	Particulars	Relationship	2025-26	2024-25
1.	**Redemption of Preference Shares**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**3 500.00**	-
2.	**Purchase / Subscription of Investments**			
	Capstone Commodities DMCC	Subsidiary Company	**328.29**	-
	Jio Financial Services Limited	Group Entity whose member has significant influence	**1 978.13**	-
	Humm Info Care Private Limited	Associate	**-**	4.17
3.	**Sale / Redemption of Investments**			
	Aprameya Commercials Private Limited	Fellow Subsidiary	**950.00**	-
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**8 138.00**	-
4.	**Loan acquired on Assignment**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**-**	2 500.00
5.	**Sale of Services**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**3.56**	5.76
	Nandanbala Commercials Private Limited	Associate	**-**	15.79
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**4 570.96**	4 325.99
6.	**Other Income**			
	Reliance Industries Holding Private Limited	Holding Company	**1.00**	-
	Srichakra Commercials LLP	Entity jointly controlled by Holding Company	**1.00**	-
	Mineral Ridge Gold LLC	Subsidiary Company	**0.55**	-
7.	**Dividend Received**			
	Jio Financial Services Limited	Group Entity whose member has significant influence	**3.43**	-
8.	**Billing for Professional on Deputation**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**0.02**	0.02
9.	**Lease Rent Expenses**			
	Reliance Industries Limited [(Rs. 2,000) (Previous Year Rs. 2,000)]	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.00**	0.00
10.	**Purchase including Construction Material, Stores, Spares and Consumables**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.16**	0.89

Notes to the Standalone Financial Statements for the year ended 31st March 2026

	Particulars	Relationship	2025-26	2024-25
11.	**Payment to Key Managerial Personnel**			
	Shri Suresh Subramaniam	Key Managerial Personnel	**0.54**	0.50
	Shri Ritesh Shiyal	Key Managerial Personnel	**1.05**	0.97
	Ms. Forum Sheth	Key Managerial Personnel	**0.21**	0.23
12.	**Other Expenses**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.54**	0.55
	Reliance Industries Holding Private Limited	Holding Company	**2.00**	-
	Srichakra Commercials LLP	Entity jointly controlled by Holding Company	**2.00**	-
13.	**Employee Benefits Expense**			
	Sikka Ports & Terminals Limited Employees Provident Fund	Post Employment Benefits Plan	**2.86**	2.83
	Sikka Ports & Terminals Limited Employees Superannuation Scheme	Post Employment Benefits Plan	**0.48**	0.43
14.	**Corporate Guarantee given**			
	Mineral Ridge Gold LLC	Subsidiary Company	**199.15**	-

Balances as at 31st March 2026 (Rs. in crore)

	Particulars	Relationship	As at 31st March 2026	As at 31st March 2025
1.	**Borrowings - Preference shares**			
	Reliance Industries Holding Private Limited	Holding Company	**47.00**	47.00
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**-**	3 500.00
2.	**Investments**			
	Capstone Commodities DMCC	Subsidiary Company	**329.34**	**-**
	Nandanbala Commercials Private Limited	Associate	**590.00**	590.00
	Starlight Pictures Private Limited	Associate	**17.50**	17.50
	Humm Info Care Private Limited	Associate	**4.17**	4.17
	Jio Financial Services Limited	Group Entity whose member has significant influence	**1 535.43**	1 557.69
	East West Pipeline Private Limited (Re. 1)	Fellow Subsidiary	**0.00**	0.00
	Aprameya Commercials Private Limited	Fellow Subsidiary	**-**	950.00
	Krama Enterprises Private Limited	Fellow Subsidiary & Associate	**11 461.00**	11 461.00
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**-**	5 000.00
	Amritkalash Commercial LLP	Jointly Controlled Entity	**0.05**	0.05
	Drishtimohan Commercial LLP	Jointly Controlled Entity	**0.05**	0.05
	Vaijayanti Commercial LLP	Jointly Controlled Entity	**0.50**	0.50

Notes to the Standalone Financial Statements for the year ended 31st March 2026

	Particulars	Relationship	As at 31st March 2026	As at 31st March 2025
3.	**Trade Receivables**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**423.88**	72.98
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**0.19**	0.15
	Mineral Ridge Gold LLC	Subsidiary Company	**0.28**	-
4.	**Trade Payables**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.01**	-
5.	**Security Deposits Taken***			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**887.73**	816.35
6.	**Security Deposits considered as Income received in Advance***			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**162.27**	233.65
7.	**Loans and Advances given**			
	East West Pipeline Private Limited	Fellow Subsidiary	**362.82**	362.82
8.	**Provision for Doubtful Loans & Advances**			
	East West Pipeline Private Limited	Fellow Subsidiary	**362.82**	362.82
9.	**Outstanding Corporate Guarantee**			
	Mineral Ridge Gold LLC	Subsidiary Company	**199.15**	-

* received pursuant to the agreement and will remain valid till the period of the agreement.

All related party contracts / arrangements have been entered on arms' length basis.

33.1 Compensation of Key Managerial Personnel

The remuneration of Key Managerial Personnel during the year was as follows: (Rs. in crore)

		2025-26	2024-25
(i)	Short-Term Benefits	**1.64**	1.55
(ii)	Post Employment Benefits	**0.16**	0.15
	Total	**1.80**	1.70

Notes to the Standalone Financial Statements for the year ended 31st March 2026

34. Contingent Liabilities and Commitments

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
(I) **Contingent Liabilities** (to the extent not provided for)		
(a) Claims against the Company / disputed liabilities not acknowledged as debts in respect of other than related party*	**8.29**	8.25
((b) Corporate guarantee given on behalf of Wholly Owned Subsidiary Company (USD 21 mio)	**199.15**	-

* The Company has been advised that the claims are likely to be either deleted or substantially reduced and accordingly no provision is considered necessary. Above does not include the litigations where favourable orders are passed by appellate authorities in favour of the Company, against which further appeal is filed by concerned department in higher appellate forums.

(II) **Commitments**		
(a) Estimated amount of contracts remaining to be executed on capital accounts and not provided for		
- in respect of Others	**0.23**	0.09
(b) Dividend to be paid on 9% Cumulative Redeemable Preference Shares (CRPS) being 4,70,00,000 (4,70,00,000) shares of face value of Rs. 10/- each	**25.56**	21.33
(c) Uncalled liabilities on partly paid debentures	**7.50**	7.50

35. The Exceptional Items represents (i) Rs. 2,276.30 crore gain recognised by Company on assignment/securitization of receivables (pertaining to loans amounting to Rs. 13,723.70 crore) to trusts established under Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008. The trust has issued pass-through certificates to institutional investors (mutual funds and merchant banks). (ii) Rs. 3,138.00 crore gain recognised on Redeemable Preference Shares of Jamnagar Utilities & Power Private Limited upon its redemption.

36. Segment Information

As permitted under Ind AS 108- "Operating Segment", segment information has been provided under the Notes to the Consolidated Financial Statements.

37. Capital Management

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

a) Maintain financial strength to ensure AAA ratings.

b) Diversify sources of financing and spread the maturity across tenure buckets in order to manage liquidity risk.

c) Proactively manage exposure in forex and interest to mitigate risk to earnings.

d) Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

The net gearing ratio at end of the reporting period was as follows :

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
Gross Debt	19 608.76	24 597.83
Cash and Marketable Securities*	23 853.73	1 965.98
Net Debt (A)	**(4 244.97)**	22 631.85
Total Equity (as per Balance Sheet) (B)	**33 983.88**	27 838.59
Net Gearing (A/B)	**Not Applicable**	0.81

* Cash and Marketable Securities include Cash and Cash Equivalents of Rs. 334.95 crore (Previous Year Rs. 832.51 crore), Current Investments of Rs. 22,918.78 crore (Previous Year Rs. 1,133.47 crore) and Other Bank Balances of Rs. 600.00 crore (Previous Year Rs. Nil).

38. Financial Instruments

A. Fair Value Measurement Hierarchy:

(Rs. in crore)

Particulars	As at 31st March 2026				As at 31st March 2025			
	Carrying Amount	Level of input used in			Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Trade Receivables	**463.28**	**-**	**-**	**-**	116.32	-	-	-
Cash and Cash Equivalents	**334.95**	**-**	**-**	**-**	832.51	-	-	-
Other Bank Balances	**600.00**	**-**	**-**	**-**	-	-	-	-
Loans	**10 614.22**	**-**	**-**	**-**	25 550.30	-	-	-
Other Financial Assets	**86.83**	**-**	**-**	**-**	76.40	-	-	-
At FVTPL								
Investments*	**22 919.28**	**-**	**22 918.78**	**0.50**	1 133.97	-	1 133.47	0.50
At FVTOCI								
Investments*	**5 316.06**	**5 316.06**	**-**	**-**	5 215.35	5 215.35	-	-
Financial Liabilities								
At Amortised Cost								
Borrowings	**19 608.76**	**-**	**-**	**-**	24 597.83	-	-	-
Trade Payables	**122.28**	**-**	**-**	**-**	121.89	-	-	-
Other Financial Liablities	**2 426.97**	**-**	**-**	**-**	1 953.34	-	-	-
At FVTOCI								
Financial Derivatives	**175.43**	**-**	**175.43**	**-**	502.82	-	502.82	-

* Exclude Investments measured at cost (refer Note 2.1)

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below :

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

Valuation Methodology

All Financial Instruments are initially recognized and subsequently re-measured at fair value as described below :

a) The fair value of investment in Units of Infrastructure Investment Trusts, Mutual Funds, Bonds and Certificates of Deposit is measured at quoted price or NAV.

b) The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using forward exchange rates and yield curves at the balance sheet date.

c) The fair value for level 3 instruments is valued using inputs based on information about market participants assumptions and other data that are available.

d) The fair value of the remaining financial instruments is determined using discounted cash flow analysis or other suitable valuation model.

e) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date, wherever applicable.

f) Fair values of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, borrowings, trade payables and other financial liabilities are approximate at their carrying amounts.

B. Financial Risk Management

The different types of risks the Company is exposed to are market risk, credit risk and liquidity risk. The Company uses derivative financial instruments such as forwards, options and currency swap contracts to minimise any adverse effect on its financial performance. All such activities are undertaken within an approved Risk Management Policy framework.

i) Market Risk

a) Foreign Currency Risk

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The following table shows foreign currency exposures in USD, EUR and GBP on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

Foreign Currency Exposure (Rs. in crore)

Particulars	**As at 31st March 2026**			As at 31st March 2025		
	USD	**EUR**	**GBP**	USD	EUR	GBP
Trade and Other Payables	**5.88**	**0.49**	**0.37**	3.59	1.51	12.59
Trade and Other Receivables	**(687.83)**	**(1.18)**	**(2.18)**	(852.33)	(1.27)	(5.39)
Derivatives						
Currency Swap (Nominal Value)	**465.00**	**-**	**-**	2 754.81	-	-
Net Exposure	**(216.95)**	**(0.69)**	**(1.81)**	1 906.07	0.24	7.20

The above figures do not include Non – Current Investment of AED 135.00 million in Equity Shares and Corporate Guarantee of USD 21.00 million given to/ on behalf of foreign subsidiaries.

The net exposures includes natural hedges in the form of future foreign currency earnings and earnings linked to foreign currency for which the Company follows hedge accounting (refer Note 38C).

Notes to the Standalone Financial Statements for the year ended 31st March 2026

Sensitivity analysis of 1% change in exchange rate at the end of reporting period net of hedges

Foreign Currency Sensitivity (Rs. in crore)

Particulars	As at 31st March 2026			As at 31st March 2025		
	USD	**EUR**	**GBP**	USD	EUR	GBP
1% Depreciation in INR						
Impact on Equity	**(3.30)**	**-**	**-**	(19.23)	-	-
Impact on P&L	**5.47**	**0.01**	**0.02**	0.17	(0.00)	(0.07)
Total	**2.17**	**0.01**	**0.02**	(19.06)	(0.00)	(0.07)
1% Appreciation in INR						
Impact on Equity	**3.30**	**-**	**-**	19.23	-	-
Impact on P&L	**(5.47)**	**(0.01)**	**(0.02)**	(0.17)	0.00	0.07
Total	**(2.17)**	**(0.01)**	**(0.02)**	19.06	0.00	0.07

b) Interest Rate Risk

The exposure of the Company's borrowing and derivatives to interest rate changes at the end of the reporting period are as follows:

Interest Rate Exposure (Rs. in crore)

Particulars	**As at 31st March 2026**	As at 31st March 2025
Borrowings		
Non-Current - Floating (includes Current Maturities)	**4 313.55**	4 525.00
Non-Current - Fixed (includes Current Maturities)	**12 045.21**	15 531.08
Current - Fixed	**3 250.00**	4 541.75
Total	**19 608.76**	24 597.83
Derivatives (Nominal Value)		
Currency Swap-Floating	**250.00**	1 464.81
Currency Swap-Fixed	**215.00**	1 290.00
Total	**465.00**	2 754.81

Impact on Interest Expenses for the year on 1% change in Interest rate

Interest rate Sensitivity (Rs. in crore)

Particulars	**As at 31st March 2026**		As at 31st March 2025	
	Up Move	**Down Move**	Up Move	Down Move
Impact on P&L	**(45.64)**	**45.64**	(59.90)	59.90
Total	**(45.64)**	**45.64**	(59.90)	59.90

ii) Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the Company. Credit risk arises from Company's activities in investments, dealing in derivatives and receivables from customers. A significant portion of service revenue of the Company is derived from a single customer enjoying highest credit rating. Apart from this, Company ensures that services / sales to other customers are having appropriate creditworthiness. The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk is actively managed through security deposits, letters of credit, bank and corporate guarantees and advance payments.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

iii) Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on the due date. The Company maintains sufficient stock of cash, marketable securities and committed credit facilities. The Company accesses global and local financial markets to meet its liquidity requirements. It uses a range of products and a mix of currencies to ensure efficient funding from across well-diversified markets and investor pools. Treasury monitors rolling forecasts of the Company's cash flow position and ensures that the Company is able to meet its financial obligation at all times including contingencies.

The Company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses from across the different operating units and then arranges to either fund the net deficit or invest the net surplus in the market.

Maturity Profile as at 31st March 2026 (Rs. in crore)

Particulars^	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current*@	8 130.00	30.00	4 210.00	3 490.00	210.00	292.00	**16 362.00**
Current$	3 250.00	-	-	-	-	-	**3 250.00**
Total Borrowings	**11 380.00**	**30.00**	**4 210.00**	**3 490.00**	**210.00**	**292.00**	**19 612.00**
Derivative Liabilities							
Currency Swap	73.29	102.14	-	-	-	-	**175.43**
Total Derivative Liabilities	**73.29**	**102.14**	**-**	**-**	**-**	**-**	**175.43**

^ Does not include Trade Payables (Current) amounting to Rs. 122.28 crore.

@ Does not include interest thereon

* Excluding Rs. 3.24 crore as prepaid finance charges.

$ Interest rate of current borrowings ranges from 5.83% to 6.50%

Maturity Profile as at 31st March 2025 (Rs. in crore)

Particulars^	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current*@	87.50	187.50	600.00	15 300.00	350.00	3 547.00	**20 072.00**
Current#	4 600.00	-	-	-	-	-	**4 600.00**
Total Borrowings	**4 687.50**	**187.50**	**600.00**	**15 300.00**	**350.00**	**3 547.00**	**24 672.00**
Derivative Liabilities							
Currency Swap	120.87	59.53	211.42	111.00	-	-	**502.82**
Total Derivative Liabilities	**120.87**	**59.53**	**211.42**	**111.00**	**-**	**-**	**502.82**

^ Does not include Trade Payables (Current) amounting to Rs. 121.89 crore.

@ Does not include interest thereon

* Excluding Rs. 15.92 crore as prepaid finance charges.

Including Rs. 58.25 crore of Commercial Paper discount.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

C. Hedge Accounting

The Company's business objective includes safe-guarding its earnings and foreign currency liabilities against adverse price movements of foreign exchange rates. The Company has adopted a structured risk management policy to hedge this risk within an acceptable risk limit and an approved hedge accounting framework which allows for Cash Flow hedges. Hedging instruments include forward and options as well as non derivative instruments to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of Hedge Accounting

(i) Cash Flow Hedge

Hedging Instrument (Rs. in crore)

Particulars	Nominal Value	Carrying Amount		Changes in FV	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
As at 31st March 2026						
Foreign currency risk						
Derivatives-Currency Swap	465.00	-	175.43	(175.43)	April 2026 to July 2026	Other Financial Liabilities - Current (refer Note 23)
As at 31st March 2025						
Foreign currency risk						
Derivatives-Currency Swap	2 754.81	-	502.82	(502.82)	April 2025 to July 2026	Other Financial Liabilities - Non Current (refer Note 18) & Other Financial Liabilities - Current (refer Note 23)

(ii) Hedging Items (Rs. in crore)

Particulars	Nominal Value	Changes in FV	Hedge Reserve	Line Item in Balance Sheet
As at 31st March 2026				
Foreign currency risk				
Highly Probable Revenues	465.00	(175.43)	(30.37)	Other Equity
As at 31st March 2025				
Foreign currency risk				
Highly Probable Revenues	2 754.81	(502.82)	(199.85)	Other Equity

(iii) Movement in cash flow hedge (Rs. in crore)

Particulars	**2025-26**	2024-25	**Line Item in Balance Sheet / Statement of Profit and Loss**
At the beginning of the year	**(199.85)**	(338.76)	
Gain/ (loss) recognized in Other Comprehensive Income during the year	**(146.48)**	(38.90)	Items that will be reclassified to Statement of Profit and Loss - Cash Flow Hedge
Amount reclassified to Statement of Profit and Loss during the year	**372.96**	224.53	Items that will be reclassified to Statement of Profit and Loss - Cash Flow Hedge
Income taxes relating to Cash Flow Hedge	**(57.00)**	(46.72)	
At the end of the year	**(30.37)**	(199.85)	Other Comprehensive Income

D. Off-setting financial Instrument

Financial assets and Financial liabilities amounting to Rs. 226.46 crore (Previous Year Rs. 205.97 crore), where Company intends to realise the asset and settle the liability simultaneously, are offset against each other in accordance with Ind AS 1.

39. Ratio Analysis :

Sr. No.	Particulars	2025-26	2024-25	% Changes
1	Current Ratio	1.41	1.58	(10.69)
2	Debt Equity Ratio[a]	0.60	0.95	(36.42)
3	Debt-Service Coverage Ratio[b]	0.56	2.27	(75.22)
4	Return on Equity Ratio[c]	18.55%	4.93%	276.29
5	Inventory Turnover Ratio	32.98	27.32	20.72
6	Trade Receivables Turnover Ratio[d]	19.44	44.37	(56.18)
7	Trade Payables Turnover Ratio	17.51	17.56	(0.27)
8	Net Capital Turnover Ratio[e]	0.78	1.46	(46.80)
9	Net Profit Margin[f]	3.63%	15.34%	(76.30)
10	Return on Capital Employed[g]	3.61%	5.64%	(36.10)
11	Return on Investment[h]	12.55%	1.65%	662.21

a **Debt Equity Ratio** reduced due to reduction in Total Borrowings during the year.
b **Debt Service Coverage Ratio** reduced due to higher repayments of Long Term Borrowings during the year.
c **Return on Equity Ratio** increased due to higher Profit After Tax during the year.
d **Trade Receivables Turnover Ratio** reduced due to increase in Trade Receivables as at current year end.
e **Net Capital Turnover Ratio** reduced due to increase in working capital.
f **Net Profit Margin** reduced due to increased in Other Expenses.
g **Return on Capital Employed** reduced due to increase in Other Expenses.
h **Return on Investment** increased due to increase in income from investments.

39.1 Formulae for computation of ratios are as follows:

Sr. No.	Formula
1	**Current Ratio :** Current Assets / Current Liabilities.
2	**Debt Equity Ratio:** Debt/Equity. Debt represents Borrowings (including Preference Shares). Equity includes Equity Share Capital and Other Equity excluding Revaluation Surplus / Reserve.
3	**Debt Service Coverage Ratio (DSCR) :** Profit/(Loss) before Interest and Tax / (Interest Expense + Principal Repayment of Long Term Borrowings made during the year).
4	**Return on Equity Ratio :** Profit After Tax (Attributable to Owners) / Average Shareholder's Equity.
5	**Inventory Turnover Ratio :** Revenue from Operations (including GST) / Average Inventories.
6	**Trade Receivables Turnover Ratio :** Revenue from Operations (including GST) / Average Trade Receivables.
7	**Trade Payables Turnover Ratio** : Other Operating Expenses / Average Trade Payables.
8	**Net Capital Turnover Ratio :** Revenue from Operations (including GST) / Working Capital (Current Assets - Current Liabilities).
9	**Net Profit Margin :** Net Profit / (Loss) before Exceptional Items / Revenue from Operations (including GST) and Other Income.
10	**Return on Capital Employed :** Net Profit After Tax + Deferred Tax Expense / (Income) + Finance Cost / Capital Employed. Capital Employed includes Total Equity excluding Revaluation Surplus, Borrowings and Deferred Tax Liabilities.
11	**Return on Investment :** Income from Investments / Average Investments.

Notes to the Standalone Financial Statements for the year ended 31st March 2026

40. Other Statutory Information

(a) There are no transactions and balances outstanding with companies struck off under Section 248 of the Companies Act, 2013.

(b) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(c) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(d) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(e) During the year under consideration, the Company has not extended any loans and advances in the nature of loan to any subsidiary, associate or any firms/companies in which directors are interested.

41. The Company is engaged in the business of providing infrastructural facilities as defined under explanation to section 186 of the Companies Act, 2013 and hence provisions of section 186 of the Companies Act, 2013 are not applicable to the extent exempt under section 186(11).

42. The figures for the previous year as reported have been regrouped/ rearranged wherever necessary, to make them comparable with the current year figures.

43. Approval of Financial Statements

The Standalone Financial Statements were approved for issue by the Board of Directors on 27th May 2026.

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar Director DIN: 00022797	**Samir Patel** Director DIN: 09487366	**Kozhumam Chandrasekar Ganesh** Director DIN: 09390886	**Venkataramanan Devarajan** Director DIN: 07749448	**Mohana Venkatachalam** Director DIN: 08333092
Jyothi Menon Director DIN: 09484769	**Ritesh Shiyal** Chief Financial Officer	**Suresh Subramaniam** Manager	**Forum Sheth** Company Secretary	

Sikka Ports & Terminals Limited

Consolidated Financial Statements
FY 2025-26

Independent Auditor's Report

To the Members of
SIKKA PORTS & TERMINALS LIMITED

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying Consolidated Financial Statements of **Sikka Ports & Terminals Limited** ("the Holding Company"), its Subsidiaries (the Holding Company and its Subsidiaries together referred to as "the Group"), the Group's share of profit/loss in its Associates and its Jointly Controlled Entities, which comprise the Consolidated Balance Sheet as at 31st March 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income) the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and Notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information (together referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate/consolidated financial statements/ financial information of such Subsidiaries, Associates and Jointly Controlled Entities as were audited by the other auditors, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time (hereinafter referred to as "Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2026, of its consolidated profit including other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended on that date.

BASIS FOR OPINION

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its Associates and its Jointly Controlled Entities in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the ICAI) together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their report referred to in "Other Matters" paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements for the year ended 31st March 2026. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

We have fulfilled the responsibilities described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Key Audit Matter	How our audit addressed the key audit matter
Borrowings As on 31st March 2026 the Group has outstanding Borrowings of Rs. 19,608.76 crore. These borrowings are by way of Secured Redeemable Non-Convertible Debentures aggregating to Rs. 11,998.21 crore (net off Rs. 1.79 crore prepaid finance charges), Secured Term Loan from Banks amounting to Rs. 4,313.55 crore (net off Rs. 1.45 crore prepaid finance charges), Unsecured Cumulative Redeemable Preference shares amounting to Rs. 47.00 crore and Secured Working Capital Demand Loan from Bank amounting to Rs. 3,250.00 crore. (refer Note 17 and Note 22 of the Consolidated Financial Statements). The borrowings form significant portion of liabilities of the Group and hence considered to be a key audit matter.	Our audit procedures included the following: • Examining that the borrowings are authorised by the appropriate forum of the Holding Company including Board of Directors and Members of the Holding Company, wherever applicable. • Ensuring the compliances as per the Act and testing the disclosures given by the Group related to security creation and terms of repayments in the Consolidated Financial Statements. • Ensuring that the disclosures required as per the Schedule III to the Act are made in the Consolidated Financial Statements.
Investment As at 31st March 2026, the Group has investments of Rs. 12,073.27 crores investment measured at cost, Rs. 5,316.06 crores investment measured at Fair Value through Other Comprehensive Income and Rs. 22,919.28 crore investments measured at Fair value through Profit and loss (refer Note 2 and 7) in accordance with Ind AS 109 read with Ind AS 113. The above investments form significant portion of the total assets of the Group and hence the same has been considered as a key audit matter.	Our audit procedures included, but not limited to the following: • Review of financials provided by the management for investment in unlisted entities and for investment in Associates. • Review of Demat Account Statements received. • In case of investment in Mutual Funds, it is verified through closing NAV, as per the statement issued. • Evaluation of the adequacy of disclosure given in the Consolidated Financial Statements in accordance with applicable accounting standards

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated performance (including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group including its Associates and its Jointly Controlled Entities in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the Company included in the Group, and of its Associates and Management of Jointly Controlled Entities included in the Consolidated

Financial Statements are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group including its Associates and Jointly Controlled Entities and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the Group including of its Associates and Management of Jointly Controlled Entities are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors and the Management either intends to liquidate the their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group, and of its Associates and Management of Jointly Controlled Entities are responsible for overseeing the financial reporting process of the Group and of its Associates and its Jointly Controlled Entities.

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group and its Associates has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on ability of the Group, its Associates and its Jointly Controlled Entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Associates and Jointly Control Entities to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation and

- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its Associates and Jointly Controlled Entities to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities or business activities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the year ended 31st March 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

The Consolidated Financial Statements include the audited financial statements / financial information, in respect of-

a. Two Subsidiaries (including a step- down subsidiary), whose financial statements reflect total assets of Rs. 528.18 crores as at 31st December 2025, total revenues of Rs. 0.26 crores, total net loss after tax of Rs. 15.94 crores, total comprehensive loss of Rs. 14.88 crores and net cash inflows of Rs. 263.39 crores for the period ended on that date, as considered in the Consolidated Financial Statements, which has been audited by other auditor. The financial statements of these Subsidiaries have been translated into Indian Rupees (INR) by the Management of the Holding Company in accordance with the applicable accounting standards. Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of the other auditor.

b. Four Associates and three Jointly Controlled Entities, which have not been audited by us, whose audited financial statements reflects the Group's share of net profit (including other comprehensive income) of Rs. Nil for the year ended 31st March 2026, as considered in the Consolidated Financial Statements which have been audited by other auditors.

The reports on the audited financial statements of these entities have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these Subsidiaries, Associates and Jointly Controlled Entities is based solely on the reports of such auditors and the procedures performed by us as stated under Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section above.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (hereinafter referred to as the "Order"/ "CARO") issued by the Central Government in terms of sub-section (11) of section 143 of the Act, to

be included in the Auditors' Report, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements..

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements and other financial information of such Associates and Jointly Controlled Entities as were audited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time

   e) On the basis of the written representations received from the directors of the Holding Company as on 31st March 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its Associates incorporated in India, none of the directors of the Holding Company and its Associates incorporated in India is disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements and operating effectiveness of such control, refer to our separate Report in "Annexure A" which is based on the Auditors' Report of the Holding Company audited by us and of its Associates audited by other auditors. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal control with reference to Consolidated Financial Statements of the Holding Company and its Associates incorporated in India.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid during the year by the Holding Company and its Associates incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act; and

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of Subsidiaries, the Associates and Jointly Controlled Entities, as noted in the 'Other Matters' paragraph:

      i. The Consolidated Financial Statements disclose the impact of pending litigations as at 31st March 2026 on the consolidated financial position of the Group, its associates and its jointly controlled entities Refer Note 36(I) of the Consolidated Financial Statements.

      ii. Provision has been made in the Consolidated Financial Statements as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

      iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company, its Associates and its Jointly Controlled Entities incorporated in India during the year ended 31st March 2026;

iv. (a) The respective managements of the Holding Company and its, Associates and Jointly Controlled Entities which are incorporated in India whose financial statements have been audited under the Act have represented to us and to the other auditors of such Associates and Jointly Controlled Entities respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such Associates and Jointly Controlled Entities to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such Associates and Jointly Controlled Entities ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective managements of the Holding Company and its, Associates and Jointly Controlled Entities which are incorporated in India whose financial statements have been audited under the Act have represented to us and to the other auditors of such Associates and Jointly Controlled Entities respectively that, to the best of their knowledge and belief no funds have been received by the Holding Company, or any of such Associates and Jointly Controlled Entities from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company, any of such Associates and Jointly Control Entities shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on our audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the other auditors of the Associates and Jointly Controlled Entities which are incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Holding Company, its Subsidiaries, Associates and Jointly Controlled Entities have not declared or paid any dividend during the year.

vi. Based on our examination, which included test checks, and based on auditor's reports of its Associates and Jointly Controlled Entities which are companies incorporated in India whose financial statements have been audited under the Act, the Group and its Associates and its Jointly Controlled Entities incorporated in India have used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares used by respective companies. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

Additionally, audit trail that was enabled and operated in the previous years has been preserved by the Holding Company, associate companies and jointly controlled entities incorporated in India as per the statutory requirements for record retention.

For Chaturvedi & Shah LLP
Chartered Accountants
Firm Registration No. 101720W/W100355

Lalit R Mhalsekar
Partner
Membership No. 103418
UDIN: 26103418HWRNOM2715

Place: Mumbai
Date: 27th May 2026

Annexure "A" To the Independent Auditors' Report

(Referred to in paragraph 2(f) under 'Report on other legal and regulatory requirements' section of our report of even date to the members of Sikka Ports & Terminals Limited for the year ended 31st March 2026)

Report on the internal financial controls with reference to Consolidated Financial Statements under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Consolidated Financial Statements of the Sikka Ports & Terminals Limited (hereinafter referred to as "the Holding Company") as at and for the year ended 31st March 2026, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, its Associates and its Jointly Controlled Entities, which are companies incorporated in India, as at that date.

Management's responsibility for internal financial controls

The respective Board of Directors of the Holding Company, its Associates and Jointly Controlled Entities which are companies incorporated in India are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal financial controls with reference to Consolidated Financial Statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's responsibility

Our responsibility is to express an opinion on the Holding Company, its Associates and its Jointly Controlled Entities, which are companies incorporated in India, internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to these Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to these Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on internal financial controls with reference to Consolidated Financial Statements.

Meaning of internal financial controls with reference to these Consolidated Financial Statements

A company's internal financial control with reference to these Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to these Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and

directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

Inherent limitations of internal financial controls with reference to these Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to these Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to these Consolidated Financial Statements to future periods are subject to the risk that the internal financial control with reference to these Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors as referred to in Other Matters Paragraph below, the Holding Company and its Associates incorporated in India have maintained in all material aspects, adequate internal financial controls with reference to these Consolidated Financial Statements and such internal financial controls with reference to these Consolidated Financial Statements were operating effectively as at 31st March 2026, based on the criteria for internal financial control established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements in so far as it relates to separate financial statements of 4 (four) Associates, which are companies incorporated in India, is based on the corresponding reports of the auditors of such associates incorporated in India. Our opinion is not modified in respect of the above matters.

For Chaturvedi & Shah LLP
Chartered Accountants
Firm Registration No. 101720W/W100355

Lalit R Mhalsekar
Partner
Membership No. 103418
UDIN: 26103418HWRNOM2715

Place: Mumbai
Date: 27th May 2026

Consolidated Balance Sheet as at 31st March 2026

(Rs. in crore)

	Notes	As at 31st March 2026	As at 31st March 2025
Assets			
Non-Current Assets			
Property, Plant and Equipment	1	**3 919.53**	4 627.12
Capital Work-in-Progress	1	**213.64**	4.90
Financial Assets			
Investments	2	**17 389.83**	23 239.12
Loans	3	**10 539.87**	17 918.85
Other Financial Assets	4	**9.86**	11.65
Other Non-Current Assets	5	**281.70**	174.08
Total Non-Current Assets		**32 354.43**	45 975.72
Current Assets			
Inventories	6	**165.84**	175.81
Financial Assets			
Investments	7	**22 918.78**	1 133.47
Trade Receivables	8	**463.00**	116.32
Cash and Cash Equivalents	9	**598.07**	832.51
Other Bank Balances	10	**600.00**	-
Loans	11	**74.35**	7 631.45
Other Financial Assets	12	**77.18**	64.75
Other Current Assets	14	**213.81**	243.15
Total Current Assets		**25 111.03**	10 197.46
Total Assets		**57 465.46**	56 173.18
Equity and Liabilities			
Equity			
Equity Share Capital	15	**2 475.00**	2 475.00
Other Equity	16	**31 507.14**	25 363.59
Total Equity		**33 982.14**	27 838.59
Liabilities			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	17	**3 990.89**	19 181.08
Lease Liabilities		**1.61**	-
Other Financial Liabilities	18	**887.73**	1 666.06
Provisions	19	**186.97**	-
Deferred Tax Liabilities (Net)	20	**738.03**	880.54
Other Non - Current Liabilities	21	**84.65**	162.27
Total Non - Current Liabilities		**5 889.88**	21 889.95
Current Liabilities			
Financial Liabilities			
Borrowings	22	**15 617.87**	5 416.75
Lease Liabilities		**0.37**	-
Trade Payables Due to:			
Micro Enterprises and Small Enterprises	23	**20.94**	13.60
Other than Micro Enterprises and Small Enterprises	23	**102.13**	108.29
Other Financial Liabilities	24	**1 724.96**	790.10
Other Current liabilities	25	**126.28**	115.19
Provisions	26	**0.89**	0.71
Total Current Liabilities		**17 593.44**	6 444.64
Total Liabilities		**23 483.32**	28 334.59
Total Equity and Liabilities		**57 465.46**	56 173.18
Material Accounting Policies	A - C		
See accompanying Notes to the Consolidated Financial Statements	1-48		

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

For and on behalf of the Board

Sanjeev Dandekar	**Samir Patel**	**Kozhumam Chandrasekar Ganesh**	**Venkataramanan Devarajan**	**Mohana Venkatachalam**
Director	Director	Director	Director	Director
DIN: 00022797	DIN: 09487366	DIN: 09390886	DIN: 07749448	DIN: 08333092

Lalit R. Mhalsekar	**Jyothi Menon**	**Ritesh Shiyal**	**Suresh Subramaniam**	**Forum Sheth**
Partner	Director	Chief Financial Officer	Manager	Company Secretary
Membership No. 103418	DIN: 09484769			

Dated : 27th May 2026

Consolidated Statement of Profit and Loss for the year ended 31st March 2026

(Rs. in crore)

	Notes	2025-26	2024-25
Income			
Revenue from Operations	27	**5 331.12**	5 151.16
Other Income	28	**3 167.14**	3 284.58
Total Income		**8 498.26**	8 435.74
Expenses			
Employee Benefits Expense	29	**96.13**	102.24
Finance Costs	30	**1 660.48**	1 666.69
Depreciation and Amortisation Expense	31	**830.24**	1 029.41
Other Expenses	32	**4 567.47**	3 125.23
Total Expenses		**7 154.32**	5 923.57
Profit before Exceptional Items and Tax		**1 343.94**	2 512.17
Exceptional Items	37	**5 414.30**	-
Profit before Tax		**6 758.24**	2 512.17
Tax Expenses			
Current Tax	13	**1 116.50**	1 281.50
Deferred Tax	13	**(76.27)**	(112.42)
Profit Before Share of Profit/ (Loss) of Associates and Jointly Controlled Entities		**5 718.01**	1 343.09
Share of Profit/ (Loss) of Associates and Jointly Controlled Entities		**-**	-
Profit for the Year		**5 718.01**	1 343.09
Other Comprehensive Income			
A (i) Items that will not be reclassified to Profit or Loss			
a) Remeasurement of the Defined Benefit Plans	29.1(IV)	**(0.50)**	(0.18)
b) Fair value changes on Equity Instruments		**(22.26)**	(865.84)
(ii) Income tax relating to items that will not be reclassified to Profit or Loss (including adjustment on account of Revaluation of Property, Plant and Equipment in the same or different period)		**143.42**	287.44
B (i) Items that will be reclassified to Profit or Loss			
a) Cash Flow Hedge		**226.48**	185.63
b) Fair value changes on Debt Instruments		**141.11**	333.53
c) Exchange difference on translation of foreign operations		**1.06**	-
(ii) Income tax relating to items that will be reclassified to Profit or Loss		**(77.18)**	(94.88)
Total Other Comprehensive Income / (Loss) for the Year (Net of Tax)		**412.13**	(154.30)
Total Comprehensive Income for the Year (Comprising Profit and Other Comprehensive Income/ (Loss) for the Year)		**6 130.14**	1 188.79
Earnings Per Equity Share of face value of Re. 1 each			
Basic and Diluted (in Rupees) - After Exceptional Items	33	**2.31**	0.54
Basic and Diluted (in Rupees) - Before Exceptional Items	33	**0.12**	0.54
Material Accounting Policies	A - C		
See accompanying Notes to the Consolidated Financial Statements	1 to 48		

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar	**Samir Patel**	**Kozhumam Chandrasekar Ganesh**	**Venkataramanan Devarajan**	**Mohana Venkatachalam**
Director	Director	Director	Director	Director
DIN: 00022797	DIN: 09487366	DIN: 09390886	DIN: 07749448	DIN: 08333092

Jyothi Menon	**Ritesh Shiyal**	**Suresh Subramaniam**	**Forum Sheth**	
Director	Chief Financial Officer	Manager	Company Secretary	
DIN: 09484769				

Consolidated Statement of Changes in Equity for the year ended 31st March 2026

A. Equity Share Capital (Rs. in crore)

Balance as at 1st April 2024	Change during the year 2024-25	Balance as at 31st March 2025	Change during the year 2025-26	Balance as at 31st March 2026
2 475.00	-	2 475.00	-	2 475.00

B. Other Equity (Rs. in crore)

	Reserve and Surplus					Other Comprehensive Income						Total
	Capital Reserve	Capital Redemption Reserve	Securities Premium	Debenture Redemption Reserve	Retained Earnings	Revaluation Surplus	Fair value changes on Equity Instruments	Fair value changes on Debt Instruments	Effective Portion of Cash Flow Hedges	Foreign Currency Translation Reserve	Defined Benefit Plans	
As at 31st March 2026												
Balance as at 1st April 2025	**705.75**	**-**	**17 967.47**	**1 316.80**	**3 502.77**	**1 981.67**	**(210.94)**	**299.92**	**(199.85)**	**-**	**-**	**25 363.59**
Total Comprehensive Income for the year	-	-	-	-	5 718.01	140.11	(19.08)	120.93	169.48	1.06	(0.37)	**6 130.14**
Transfer to/ (from) retained earnings	-	3 500.00	-	-	(2 942.55)	(557.82)	-	-	-	-	0.37	-
Addition on acquiring of Subsidiary	13.41	-	-	-	-	-	-	-	-	-	-	**13.41**
Balance as at 31st March 2026	**719.16**	**3 500.00**	**17 967.47**	**1 316.80**	**6 278.23**	**1 563.96**	**(230.02)**	**420.85**	**(30.37)**	**1.06**	**-**	**31 507.14**
As at 31st March 2025												
Balance as at 1st April 2024	**705.75**	**-**	**17 967.47**	**1 316.80**	**1 437.44**	**2 522.72**	**548.83**	**14.55**	**(338.76)**	**-**	**-**	**24 174.80**
Total Comprehensive Income for the year	-	-	-	-	1 343.09	181.33	(759.77)	285.37	138.91	-	(0.14)	**1 188.79**
Transfer to/ (from) retained earnings	-	-	-	-	722.24	(722.38)	-	-	-	-	0.14	-
Balance as at 31st March 2025	**705.75**	**-**	**17 967.47**	**1 316.80**	**3 502.77**	**1 981.67**	**(210.94)**	**299.92**	**(199.85)**	**-**	**-**	**25 363.59**

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar
Director
DIN: 00022797

Samir Patel
Director
DIN: 09487366

Kozhumam Chandrasekar Ganesh
Director
DIN: 09390886

Venkataramanan Devarajan
Director
DIN: 07749448

Mohana Venkatachalam
Director
DIN: 08333092

Jyothi Menon
Director
DIN: 09484769

Ritesh Shiyal
Chief Financial Officer

Suresh Subramaniam
Manager

Forum Sheth
Company Secretary

Consolidated Statement of Cash Flows for the year ended 31st March 2026

(Rs. in crore)

			2025-26		2024-25
A:	**Cash Flow from Operating Activities**				
	Net Profit before Tax as per Statement of Profit and Loss		**6 758.24**		2 512.17
	Adjusted for:				
	Depreciation and Amortisation Expense	**830.24**		1 029.41	
	Loss on Sale/ Discard of Property, Plant and Equipment (Net)	**4.49**		4.70	
	Gain on Sale/ Redemption/ Transfer of Investments (Net)	**(299.60)**		(54.67)	
	Changes in Fair Value of Financial Assets (Net)	**(311.27)**		(19.83)	
	Changes in Fair Value of Warrants (refer Note 2.2)	**1 978.13**		-	
	Exceptional Items (refer Note 37)	**(5 414.30)**		-	
	Dividend Income	**(3.43)**		-	
	Loss on Derivative Transactions (Net)	**389.89**		258.07	
	Finance Costs	**1 660.48**		1 666.69	
	Effect of Exchange Rate Change (Net)	**(21.69)**		45.36	
	Provision for Doubtful Loans & Advances	**(0.02)**		(0.09)	
	Interest Income	**(2 467.21)**		(3 182.76)	
			(3 654.29)		(253.12)
	Operating Profit before Working Capital Changes		**3 103.95**		2 259.05
	Adjusted for:				
	Inventories	**9.97**		48.93	
	Trade and Other Receivables	**(242.37)**		14.73	
	Trade and Other Payables	**120.14**		(143.40)	
			(112.26)		(79.74)
	Cash Generated from Operations		**2 991.69**		2 179.31
	Taxes Paid (net)		**(1 145.76)**		(1 318.50)
	Net Cash Flow from Operating Activities*		**1 845.93**		860.81
B:	**Cash Flow from Investing Activities**				
	Purchase of Property, Plant and Equipment/ Capital Work in Progress	**(383.16)**		(90.35)	
	Payment for acquisition of Subsidiary	**(58.42)**		-	
	(Investment) /Proceeds from Redemption of Investment in Associates	**9 088.00**		(4.17)	
	Purchase of Other Investments	**(50 241.03)**		(8 215.36)	
	Proceeds from Other Investments	**27 106.62**		8 216.72	
	Receipt on Securitisation of Receivables	**16 000.00**		-	
	Loan acquired on Assignment	**-**		(2 500.00)	
	Loans and Advances (given)/ refunded (Net)	**1 212.39**		(145.49)	
	Fixed Deposits redeemed from / (placed with) Banks (Net)	**(600.00)**		-	
	Dividend Received	**3.43**		-	
	Interest Received	**2 457.45**		3 180.72	
	Net Cash Flow from Investing Activities		**4 585.28**		442.07

Consolidated Statement of Cash Flows for the year ended 31st March 2026

(Rs. in crore)

		2025-26		2024-25
C:	**Cash Flow from Financing Activities**			
	Redemption of Preference Shares	**(3 500.00)**	-	
	Repayment of Borrowings - Non-Current (including Current Maturities)	**(210.00)**	(175.00)	
	Borrowings - Current (Net)	**(1 437.25)**	333.27	
	Interest and Finance Charges Paid	**(1 026.90)**	(960.14)	
	Settlement on Derivative Transactions (Net)	**(490.80)**	(259.12)	
	Payment of Lease Liabilities	**(0.70)**	(3.16)	
	Net Cash Flow used in Financing Activities	**(6 665.65)**		(1 064.15)
	Net increase/ (decrease) in Cash and Cash Equivalents	**(234.44)**		238.73
	Opening Balance of Cash and Cash Equivalents	**832.51**		593.78
	Closing Balance of Cash and Cash Equivalents (refer Note 9)	**598.07**		832.51

* includes amount spent towards Corporate Social Responsibility Rs. 43.65 crore (Previous Year Rs. 48.56 crore)

Change in Liability arising from Financing Activities

(Rs. in crore)

	1st April 2025	Cash flow (net)	Non Cash Flow Changes	31st March 2026
Borrowings - Non-Current (including current maturities) (refer Note 17)	20 056.08	(3 710.00)	12.68	16 358.76
Borrowings - Current (refer Note 22)	4 541.75	(1 437.25)	145.50	3 250.00

(Rs. in crore)

	1st April 2024	Cash flow (net)	Non Cash Flow Changes	31st March 2025
Borrowings - Non-Current (including current maturities) (refer Note 17)	20 216.96	(175.00)	14.12	20 056.08
Borrowings - Current (refer Note 22)	3 962.09	333.27	246.39	4 541.75

Notes:

1) The above Consolidated Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flows.
2) Figures in brackets represents cash outflows.
3) Previous year figures have been regrouped/ rearranged wherever necessary.

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar	**Samir Patel**	**Kozhumam Chandrasekar Ganesh**	**Venkataramanan Devarajan**	**Mohana Venkatachalam**
Director	Director	Director	Director	Director
DIN: 00022797	DIN: 09487366	DIN: 09390886	DIN: 07749448	DIN: 08333092

Jyothi Menon	**Ritesh Shiyal**	**Suresh Subramaniam**	**Forum Sheth**	
Director	Chief Financial Officer	Manager	Company Secretary	
DIN: 09484769				

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

A. CORPORATE INFORMATION

Sikka Ports & Terminals Limited ("the Company") (CIN: U45102GJ1997PLC031906) is an entity incorporated in India. The debentures and commercial papers issued by the Company are listed on BSE Ltd on the Wholesale Debt Market Segment.

The address of Registered Office is Admin Building, MTF Area, Village Sikka, Taluka & District Jamnagar – 361 140, Gujarat.

The principal activities of the Group, its associates and jointly controlled entities consist of providing Port Infrastructure Facilities, Equipment Hiring, Construction and Engineering Services, Provision of Infrastructure Facilities as Co-Developer in Special Economic Zone (SEZ), Holding of Investments and mining, extracting and trading in commodities including precious metals.

Details of following Entities considered in these Consolidated Financial Statements are given in Note 40 & 41.

1. Capstone Commodities DMCC, United Arab Emirates and Mineral Ridge Gold LLC, United States of America as Subsidiaries.
2. Nandanbala Commercials Private Limited (NCPL), Krama Enterprises Private Limited (KEPL), Starlight Pictures Private Limited (SPPL) and Humm Info Care Private Limited (HICPL) as Associates.
3. Amritkalash Commercial LLP, Drishtimohan Commercial LLP and Vaijayanti Commercial LLP as Jointly Controlled Entities.

B. MATERIAL ACCOUNTING POLICIES

B.1 Basis of Preparation and Presentation

The Consolidated Financial Statements have been prepared on the historical cost basis except for Property, Plant and Equipment to the extent stated at revalued cost as applicable as per Ind AS-16, certain Financial Assets and Liabilities, which are measured at fair value/ amortised cost and defined benefit plans that are measured based on Projected Unit Credit Method.

The Consolidated Financial Statements of the Company have been prepared to comply with the Indian Accounting Standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013, amended from time to time and presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time.

The Company's Consolidated Financial Statements are presented in Indian Rupees (Rs.), which is also its functional currency and all values are stated in rupees crore upto two decimal places, except when otherwise indicated.

B.2 Principles of Consolidation

The Consolidated Financial Statements comprise financial statements of "Sikka Ports & Terminals Limited" ("the Holding Company" or "the Company") and its Subsidiaries (collectively referred to as "the Group"), its interest in Associates and Jointly Controlled Entities. The Consolidated Financial Statements have been prepared on the following basis:

(a) The Financial Statements of the Holding Company and its Subsidiaries are combined on a line-by-line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

(b) Profits or losses resulting from intra-group transactions that are recognised in assets, such as Inventory and Property, Plant and Equipment, are eliminated in full.

(c) In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Currency Translation Reserve (FCTR).

(d) Investment in Associates and Jointly Controlled Entities has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(e) The Group accounts for its share of post acquisition changes in net assets of Associates and Jointly Controlled Entities, after eliminating unrealised profits and losses resulting from transactions between the Group, its Associates and Jointly Controlled Entities to the extent of its share, through its Consolidated Statement of Profit and Loss, to the extent such change is attributable to the associates and jointly controlled entities' Statement of Profit and Loss and through its reserves for the balance based on available information.

When the Group's share of losses exceeds the carrying value of the investment in Associates or Jointly Controlled Entities, the carrying value is reduced to nil and recognition of further losses is discontinued, except to the extent that the Group has incurred obligations in respect of the Associates or Jointly Controlled Entities.

(f) Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and there are no material transactions from 1st January, 2026 to 31st March, 2026 in respect of subsidiaries having financial year ended 31st December, 2025.

B.3 Summary of Material Accounting Policies

(a) Property, Plant and Equipment:

Property, Plant and Equipment are initially recognised at cost. Such cost includes purchase price (net of recoverable taxes, trade discount and rebates), borrowing cost and any other costs directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost can be measured reliably.

The Group has adopted the Revaluation Model for Property, Plant and Equipment. Certain classes of Property, Plant and Equipment has been carried at a revalued amount, being its fair value at the date of revaluation less any accumulated depreciation and accumulated impairment losses, if any. Revaluation shall be made with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.

Depreciation on property, plant and equipment is provided to the extent of depreciable amount using Written Down Value Method (WDV) except as stated otherwise.

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is different than those prescribed in Schedule II;

Particulars	Depreciation/ Amortisation
Leasehold Land / Building / Vehicle	Over the period of Lease on straight line method (SLM)
Plant and Machinery and Jetties	Over the Useful Life of 20-30 years as technically assessed
Buildings (temporary structure)	100 % in the 1st year

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss in the period of derecognition.

In case of jetties, the cumulative amortization for the original cost incurred at the end of any financial year is, the higher of cumulative depreciation provided as per Depreciation / Amortisation policy stated as above or cumulative rebate availed by the Group from Gujarat Maritime Board. Moreover depreciation / amortisation is provided upto the end of the specified period as mentioned above, and residual value is amortised in the year following the year in which such specified period is ended.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(b) Finance Costs:

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

(c) Inventories:

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including incidental expenses net of recoverable taxes and duties incurred in bringing them to their respective present location and condition.

Cost of inventories viz. stores and spares, trading and other items are determined on weighted average basis.

(d) Cash and Cash Equivalents:

Cash and Cash Equivalents in the Balance Sheet comprise of cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value and which are unrestricted for withdrawal and usage.

For the purpose of the Statement of Cash Flows, Cash and Cash Equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts, if any as they are considered an integral part of the Group's cash management.

(e) Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets:

The Group assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(f) Leases:

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(g) Provisions:

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Provision for Asset Retirement Obligation (ARO)

The Group records a provision for reclamation costs towards site restoration activity. Reclamation costs are provided at a value as determined by the Federal Bureau of Land Management (BLM). The value so determined is recognised as part of the cost of the underlying assets. BLM updates this value at an interval of every three years. The corresponding change is reflected in the cost of the underlying asset.

(h) Contingent Liabilities:

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

(i) Intangible Assets:

Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the intangible assets. Identifiable intangible assets are recognised when it is probable that future economic benefits attributed to the asset will flow to the Group and the cost of the asset can be reliably measured. Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised under straight line method over the period of useful lives.

(j) Employee Benefits Expense:

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Group pays specified contributions to a separate entity. The Group makes specified periodical contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Group's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Defined Benefit Plans

The Group pays gratuity to the employees whoever has completed five years of service with the Group at the time of resignation/ superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by the concerned Income Tax Authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Remeasurement gains and losses arising from adjustments and changes in actuarial assumptions for post employment benefit are recognised in the period in which they occur in Other Comprehensive Income.

Long Term Employee Benefits

The employees of the Company are entitled to compensated absences that are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation using the Projected Unit Credit Method for the unused entitlement accumulated at the Balance Sheet date. The benefits are discounted using the market yields at the end of the Balance Sheet date that has terms approximating the terms of the related obligation. Re-measurements resulting from experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

(k) Tax Expenses:

The tax expense for the period comprises Current and Deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income. In which case, the tax is also recognised in Other Comprehensive Income.

(i) Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the reporting date.

(ii) Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Consolidated Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(l) Foreign Currencies Transactions and Translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to borrowing costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Non-monetary items that are measured in terms of historical cost denominated in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(m) Revenue Recognition:

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed as per respective contracts with customer(s) and recovery of consideration is probable, the associated costs and the amount of revenues can be measured reliably.

Revenue from the sale of goods is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods are made available to the customer, provided transfer of title to the customer occurs and the Group has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue towards satisfaction of the performance obligation is measured at the amount of transaction price (net of variable consideration, if any) allocated to that performance obligation. The transaction price is the amount of consideration which the Group is entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amount collected on behalf of the third parties (for example taxes & duties collected on behalf of the government).

Contract Balances:

Trade Receivables

A receivable represents the Group's right to an amount of consideration that is unconditional and shall be initially measured at their transaction price unless those contain a significant financing component.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

Interest Income:

Interest Income from a Financial Asset is recognised using effective interest rate method.

Dividend Income:

Dividend Income is recognised when the Group's right to receive the amount has been established.

(n) Earnings Per Share:

Basic Earnings Per Share is computed using the net profit for the year attributable to the shareholders and weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share.

Diluted Earnings Per Share is computed using the net profit for the year attributable to the shareholders and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(o) Current and Non-Current Classification:

The Group presents assets and liabilities in Balance Sheet based on Current and Non-Current classification.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

An asset is treated as Current when it is -

a) Expected to be realised or intended to be sold or consumed in normal operating cycle,

b) Held primarily for the purpose of trading,

c) Expected to be realised within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when

a) It is expected to be settled in normal operating cycle,

b) It is held primarily for the purpose of trading,

c) It is due to be settled within twelve months after the reporting period, or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Group has identified twelve months as its normal operating cycle. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(p) Financial Instruments:

I. Financial Assets

A Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value except for trade receivable that do not contain significant financing component are measured at transaction price. Transaction price that are directly attributable to the acquisition of Financial Assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B Subsequent Measurement

a) Financial Assets carried at Amortised Cost (AC)

A Financial Asset is subsequently measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is subsequently measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

c) Financial Assets at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories (including warrants and options, if any) are measured at FVTPL.

Financial assets are reclassified subsequent to their recognition, if the Group changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C Investment in Subsidiaries, Associates and Joint Venture (JV)/ Jointly Controlled Entities (JCE)

Investment in Subsidiaries, Associates and Joint Ventures (JV)/ Jointly Controlled Entities (JCE) are measured at FVTPL, except for those investments which the Group has elected to account for at cost.

D Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Group has elected to present the value changes in 'Other Comprehensive Income'.

E Impairment of Financial Assets

In accordance with Ind AS 109, the Group uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit or Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

i) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

ii) Lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables, the Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk lifetime ECL is used.

II. Financial Liabilities

A Initial Recognition and Measurement

Financial Liabilities are recognized at fair value/ amortised cost and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in Statement of Profit and Loss as finance cost.

B Subsequent Measurement

Financial Liabilities are subsequently carried at amortized cost using the effective interest rate method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

III. Derivative Financial Instruments and Hedge Accounting

The Group uses various derivative financial instruments such as interest rate swaps, currency swaps, forwards and options to mitigate the risk of changes in interest rates and exchange rates. At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value.

Derivatives are carried as Financial Assets when the fair value is positive and as Financial Liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

a. Cash Flow Hedge

The Group designates derivative contracts as cash flow hedges to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in Other Comprehensive Income and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to the Statement of Profit and Loss.

b. Fair Value Hedge

The Group designates derivative contracts or non derivative Financial Assets/ Liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates and foreign exchange rates.

Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest rate method is used is amortised to Statement of Profit and Loss over the period of maturity.

IV. Derecognition of Financial Instruments

The Group derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expires or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial Liability (or a part of a Financial Liability) is derecognized from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

V. Offsetting Financial Instruments

Financial Assets and Liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amount and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

C. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

"The preparation of the Company's Consolidated Financial Statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates, judgements and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected. The application of accounting policies that require critical judgements and accounting estimates involving complex and subjective judgements, and use of assumptions in these Financials Statements have been disclosed below:

a. Depreciation/ amortisation and useful lives of Property Plant and Equipment/ Intangible Assets

Property, Plant and Equipment (PPE) are valued and recognised under revaluation model and thereby fair values thereof are estimated periodically and carrying values are reinstated from time to time. Property, Plant and Equipment are depreciated/ amortised over the estimated useful lives, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets, technical report and take into account anticipated technological changes. The depreciation for future periods is revised prospectively if there are significant changes from previous estimates.

b. Recoverability of Trade Receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c. Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

d. Impairment of Non-Financial Assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

e. Impairment of Financial Assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f. Recognition of Deferred Tax Assets And Liabilities

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Group uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

g. Fair Value Measurement

For estimates relating to fair value of financial instruments refer Note 39 of Consolidated Financial Statements.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

1. Property, Plant And Equipment, Capital Work-In-Progress and Intangible Assets

(Rs. in crore)

Description	Gross Block				Depreciation / Amortisation				Net Block	
	As at 01.04.2025	Additions/ Adjustments	Deductions / Adjustments	**As at 31.03.2026**	As at 01.04.2025	For the Year / Adjustments	Deductions / Adjustments	**As at 31.03.2026**	**As at 31.03.2026**	As at 31.03.2025
Property, Plant and Equipment										
Own Assets :										
Land	338.83	-	-	**338.83**	-	-	-	**-**	**338.83**	338.83
Buildings	319.18	-	-	**319.18**	286.79	2.90	-	**289.69**	**29.49**	32.39
Plant and Machinery	5 530.69	10.94	74.15	**5 467.48**	4 193.17	262.82	69.73	**4 386.26**	**1 081.22**	1 337.52
Office and Other Equipments	74.30	10.52	0.26	**84.56**	60.59	6.26	0.24	**66.61**	**17.95**	13.71
Furniture and Fixtures	356.56	63.65	0.64	**419.57**	196.89	47.28	0.59	**243.58**	**175.99**	159.67
Vehicles	4.82	0.30	-	**5.12**	3.91	0.22	-	**4.13**	**0.99**	0.91
Plant and Machinery - Jetties	10 550.44	-	-	**10 550.44**	7 806.93	509.84	-	**8 316.77**	**2 233.67**	2 743.51
Right-of-Use Assets:										
Land	5.76	-	-	**5.76**	5.18	0.29	-	**5.47**	**0.29**	0.58
Buildings	-	39.06	-	**39.06**	-	0.60	-	**0.60**	**38.46**	-
Vehicles	-	2.67	-	**2.67**	-	0.03	-	**0.03**	**2.64**	-
Total	**17 180.58**	**127.14**	**75.05**	**17 232.67**	**12 553.46**	**830.24**	**70.56**	**13 313.14**	**3 919.53**	**4 627.12**
Previous Year	**17 134.88**	**90.13**	**44.43**	**17 180.58**	**11 563.79**	**1 029.41**	**39.74**	**12 553.46**	**4 627.12**	**5 571.09**
Capital Work-in-Progress									**213.64**	4.90

1.1 The ownership of the Jetties vests with Gujarat Maritime Board (GMB). However, under the agreements with GMB, the Company has been permitted to use the same.

1.2 Capital Work-in-Progress includes Rs. 2.64 crore (Previous Year Rs. 1.26 crore) on account of cost of construction material at site.

1.3 The Company has adopted Revaluation Model for Property, Plant and Equipment. The net carrying values of Plant & Machinery (including Jetties) as on effective date 1st April 2022 have been increased by Rs. 5,590.86 crore with corresponding effect in Other Comprehensive Income under the head Revaluation Surplus (Net off Deferred Tax adjustment of Rs. 1,407.11 crore) based on the report by an Independent registered valuer.

The carrying amount of Plant and Machinery (including Jetties) had the assets been carried under the cost model would have been Rs. 1,224.90 crore (Previous Year Rs. 1,432.84 crore).

1.4 Buildings includes cost of shares in Co-operative Housing Societies of Rs. 1,000 (Previous Year Rs. 1,000).

1.5 For Assets given as security - refer Note 17 & 22.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026		As at 31st March 2025	
		No. of Shares/ Units	**Amount**	No. of Shares/ Units	Amount
2.	**Investments - Non-Current**				
A.	**Investments measured at Cost**				
	In Preference shares of Associates				
	Unquoted, Fully Paid up				
	Redeemable Preference Shares of Jamnagar Utilities & Power Private Limited of Rs. 100 each	**-**	**-**	50 00 00 000	5 000.00
	6% Optionally Fully Convertible Non-Cumulative Redeemable Preference Shares of Nandanbala Commercials Private Limited of Rs. 10 each	**59 00 00 000**	**590.00**	59 00 00 000	590.00
	Compulsorily Convertible Preference Shares of Humm Info Care Private Limited of Rs. 100 each	**1 192**	**4.17**	1 192	4.17
	In Debentures of Associates				
	Unquoted, Fully Paid up				
	Zero Coupon Optionally Fully Convertible Debentures of Aprameya Commercials Private Limited of Rs. 100 each	**-**	**-**	9 50 00 000	950.00
	Compulsorily Convertible Debentures of Krama Enterprises Private Limited (CCD-Series I-VI) of Rs.1,00,000/- each	**11 46 100**	**11 461.00**	11 46 100	11 461.00
	Unquoted, Partly Paid up				
	Optionally Convertible Debentures (OCDs) of Starlight Pictures Private Limited of Rs.10/- each, Rs. 7/- each paid up.	**2 50 00 000**	**17.50**	2 50 00 000	17.50
			12 072.67		18 022.67
	In Jointly Controlled Entities				
	Partner's Capital Account				
	Amritkalash Commercial LLP		**0.05**		0.05
	Vaijayanti Commercial LLP		**0.50**		0.50
	Drishtimohan Commercial LLP		**0.05**		0.05
			0.60		0.60
	Total of Investments measured at Cost		**12 073.27**		18 023.27
B.	**Investments measured at Fair Value through Other Comprehensive Income**				
	In Equity Shares of Other Companies				
	Quoted, Fully Paid up				
	Jio Financial Services Limited of Rs. 10 each	**6 85 00 000**	**1 535.43**	6 85 00 000	1 557.69
	In Units of Infrastructure Investment Trusts				
	Quoted, Fully Paid up				
	Digital Fibre Infrastructure Trust	**27 44 78 574**	**3 199.60**	27 44 78 574	3 069.22
	Intelligent Supply Chain Infrastructure Trust	**5 79 12 000**	**581.03**	5 79 12 000	588.44
	Total of Investments measured at Fair Value through Other Comprehensive Income		**5 316.06**		5 215.35

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026		As at 31st March 2025	
		No. of Shares/ Units	**Amount**	No. of Shares/ Units	Amount
C.	**Investments measured at Fair Value through Profit and Loss**				
	In Preference Shares of Fellow Subsidiary				
	Unquoted, Fully Paid up				
	9% Non-Cumulative Redeemable Preference Shares of East West Pipeline Private Limited of Rs. 10 each (Re. 1, Previous Year Re. 1)	**50 00 00 000**	**0.00**	50 00 00 000	0.00
	In Debentures of Other Companies				
	Unquoted, Fully Paid up		**0.50**		**0.50**
	In Warrants of Other Companies				
	Unquoted				
	Jio Financial Services Limited (refer Note 2.2)	**25 00 00 000**	**-**	-	-
	In Limited Liability Partnership (LLP)				
	[Rs. 33,000 (Previous Year Rs. 33,000)]		**0.00**		0.00
	Total of Investments measured at Fair Value through Profit and Loss		**0.50**		0.50
	Total Investments - Non-Current		**17 389.83**		23 239.12
	Aggregate amount of quoted investments		**5 316.06**		5 215.35
	Market Value of quoted investments		**5 316.06**		5 215.35
	Aggregate amount of unquoted investments		**12 073.77**		18 023.77
2.1	**Category-wise Investments - Non-Current**				
	Financial assets measured at Cost		**12 073.27**		18 023.27
	Financial assets measured at Fair Value through Other Comprehensive Income		**5 316.06**		5 215.35
	Financial assets measured at Fair Value through Profit and Loss		**0.50**		0.50
	Total Investments - Non-Current		**17 389.83**		23 239.12

2.2 The Company had subscribed to 25,00,00,000 warrants of Jio Financial Services Limited (JFSL) on preferential basis at an issue price of Rs. 316.50 per warrant convertible into equivalent number of equity shares of the face value of Rs. 10 each. These warrants were allotted on 3rd September 2025 and the Company had paid 25% of the issue price amounting to Rs. 1,978.13 crore on same date. The Company has done fair valuation of the same as on 31st March 2026.

2.3 For Investments given as security - refer Note 17 & 22.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
3.	**Loans - Non-Current**		
	(Unsecured and Considered Good)		
	Loans and Advances to Bodies Corporate and Others	**10 539.87**	17 918.84
	Loans and Advances to employees	**-**	0.01
	Total	**10 539.87**	17 918.85

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
4.	**Other Financials Assets - Non-Current**		
	Deposits	**9.86**	11.65
	Total	**9.86**	11.65

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(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
5.	**Other Non - Current Assets**		
	(Unsecured and Considered Good)		
	Capital Advances	**56.12**	5.75
	Advance Income Tax (refer Note 5.1)	**96.59**	67.33
	Deposits	**101.00**	101.00
	Others*	**27.99**	-
	Total	**281.70**	174.08

* includes precious metals and stones etc.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
5.1	**Advance Income Tax (Net of Provision)**		
	At beginning of the year	**67.33**	30.33
	Charge for the year- Current Tax	**(1 116.50)**	(1 281.50)
	Tax paid (net) during the year	**1 145.76**	1 318.50
	At the end of the year	**96.59**	67.33

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
6.	**Inventories**		
	(valued at lower of cost or net realisable value)		
	Construction Materials, Stores, Spares and Consumables	**165.84**	175.81
	Total	**165.84**	175.81

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
7.	**Investments - Current**		
	Investments measured at Fair Value through Profit and Loss		
	In Mutual Funds - Unquoted (refer Note 7.2)	**22 918.78**	1 133.47
	Total Investments - Current	**22 918.78**	1 133.47
	Aggregate amount of quoted investments	**-**	-
	Market Value of quoted investments	**-**	-
	Aggregate amount of unquoted investments	**22 918.78**	1 133.47
7.1	**Category-wise Investments - Current**		
	Financial Assets measured at Fair Value through Profit and Loss	**22 918.78**	1 133.47
	Total Investments - Current	**22 918.78**	1 133.47

7.2 Mutual funds amounting to Rs. 1,202.58 crore (Previous Year Rs. Nil) are under lien in favour of debenture trustee for debentures referred to in Note 17.6.

7.3 For Investments given as security - refer Note 17 & 22.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
8.	**Trade Receivables** *(Unsecured and Considered Good)*		
	Trade receivables	**463.00**	116.32
	Total	**463.00**	116.32

8.1 Trade Receivables Ageing :

As at 31st March 2026 (Rs. in crore)

Particulars	**Outstanding for following periods from due date of payment**						**Total**
	Not due*	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	
(i) Undisputed Trade Receivables - considered good	463.00	-	-	-	-	-	463.00
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	**463.00**	**-**	**-**	**-**	**-**	**-**	**463.00**

* includes Unbilled Dues of Rs. 17.71 crore

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

As at 31st March 2025 (Rs. in crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due*	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	116.32	-	-	-	-	-	116.32
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables-credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	116.32	-	-	-	-	-	116.32

* includes Unbilled Dues of Rs. 19.98 crore

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
9. Cash and Cash Equivalents		
Balances with Banks		
In current accounts	**425.34**	832.50
In fixed deposits (with original maturity of 3 months or less)	**172.72**	-
Cash on hand	**0.01**	0.01
Cash and Cash Equivalents as per Balance Sheet	**598.07**	832.51
Cash and Cash Equivalents as per Statement of Cash Flows	**598.07**	832.51

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
10. Other Bank Balances		
Fixed deposits with banks*	**600.00**	-
Total	**600.00**	-

* Rs. 600.00 crore (Previous Year Rs. Nil) towards investments/ deposits placed for redemption of debentures.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
11.	**Loans - Current**		
	(Secured and Considered Good)		
	Loans and Advances to Body Corporate	**-**	58.39
	(Unsecured and Considered Good)		
	Loans and Advances to Body Corporate and Others	**74.34**	7 573.04
	Loans and Advances to employees	**0.01**	0.02
		74.35	7 573.06
	(Unsecured and Considered Doubtful)		
	Loans and Advances to Related Party (refer Note 34)	**362.82**	362.82
	Loans and Advances to Bodies Corporate	**1.79**	1.81
	Less: Provision for Doubtful Loans & Advances (net)	**(364.61)**	(364.63)
		-	-
	Total	**74.35**	7 631.45

Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (Net of provision made for doubtful amounts).

(Rs. in crore)

Type of Borrower	As at 31st March 2026	As at 31st March 2025
Promoters	**-**	-
Directors	**-**	-
KMPs	**-**	-
Related Party	**-**	-
Total	**-**	-
Total Loan (Non-Current & Current)	**10 614.21**	25 550.27
Percentage to the total Loans and Advances in the nature of loans	**0%**	0%

The above loans given to related party are repayable as prescribed in the terms of loans.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
12.	**Other Financial Assets - Current**		
	Interest Receivables	**40.78**	31.02
	Less: Provision for Doubtful Receivables	**(1.10)**	(1.10)
		39.68	29.92
	Deposits	**28.41**	25.56
	Others*	**9.09**	9.27
	Total	**77.18**	64.75

* includes employee advances, claims and other receivables etc.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
13.	**Taxation**		
	Tax Expenses recognised in Statement of Profit and Loss		
	Current Tax (Net of Income Tax for earlier years)	**1 116.50**	1 281.50
	Deferred Tax	**(76.27)**	(112.42)
	Total	**1 040.23**	1 169.08
	Tax Expenses for the year can be reconciled to the accounting profit as follows:		

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
Profit before Tax	**6 758.24**	2 512.17
Applicable Tax Rate	**25.1680%**	25.1680%
Computed Tax Expense	**1 700.91**	632.26
Tax effect of :		
Expenses disallowed/ considered separately	**393.51**	717.17
Fair Value Changes	**424.73**	(2.15)
Setoff against b/f losses	**(1 348.64)**	-
Additional allowances / deductions (Net of Income tax for earlier years)	**(54.01)**	(65.78)
Current Tax Provision (A)	**1 116.50**	1 281.50
Incremental Deferred tax Liability/ (Asset) on account of Property, Plant and Equipment and Intangible Assets	**(72.28)**	(49.33)
Incremental Deferred tax Liability/ (Asset) on account of Financial Assets and Other Items	**(3.99)**	(63.09)
Deferred Tax Provision (B)	**(76.27)**	(112.42)
Tax Expenses recognised in Statement of Profit and Loss (A+B)	**1 040.23**	1 169.08
Effective Tax Rate	**15.39%**	46.54%

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
14.	**Other Current Assets**		
	(Unsecured and Considered Good)		
	Balance with Government Authorities etc.	**0.04**	101.17
	Others *	**213.77**	141.98
	Total	**213.81**	243.15

* includes prepaid expenses, advance to vendors, GST receivables, etc.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	**Amount**	No. of Shares	Amount
15. Equity Share Capital				
Authorised Share Capital				
Equity Shares of Re. 1 each	**5000 00 00 000**	**5 000.00**	5000 00 00 000	5 000.00
Preference Shares of Rs. 10 each	**1500 00 00 000**	**15 000.00**	1500 00 00 000	15 000.00
Total		**20 000.00**		20 000.00
Issued, Subscribed and Paid up Share Capital :				
Equity Shares of Re.1 each fully paid up	**2475 00 00 000**	**2 475.00**	2475 00 00 000	2 475.00
Total		**2 475.00**		2 475.00

15.1 The details of shareholders holding more than 5% shares :

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	**% held**	No. of Shares	% held
Equity Share :				
Reliance Industries Holding Private Limited (Holding Company)*	**2475 00 00 000**	**100.00**	2475 00 00 000	100.00

* Includes 6 shares held by the nominees of Holding Company jointly with it, the beneficial interest of which is with the Holding Company.

15.2 The reconciliation of the number of shares outstanding is set out below :

Particulars	**As at 31st March 2026**	As at 31st March 2025
	No. of Shares	No. of Shares
Equity Share :		
Equity Shares at the beginning of the year	**2475 00 00 000**	2475 00 00 000
Equity Shares at the end of the year	**2475 00 00 000**	2475 00 00 000

15.3 Rights and Restrictions to Equity Shares

The Equity Shares of the Company, rank pari passu in all respects including voting rights and entitlement to dividend. The holder of the equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

15.4 Shareholding of equity shares held by Promoters

As at 31st March 2026

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	2475 00 00 000	-	2475 00 00 000	100.00	-

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

As at 31st March 2025

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	2475 00 00 000	-	2475 00 00 000	100.00	-

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
16.	**Other Equity**		
	Capital Reserve		
	As per last Balance Sheet	**705.75**	705.75
	Addition on acquiring of Subsidiary	**13.41**	-
		719.16	705.75
	Capital Redemption Reserve		
	As per last Balance Sheet	**-**	-
	Transferred from Retained Earnings (refer Note 17.2)	**3 500.00**	-
		3 500.00	-
	Securities Premium		
	As per last Balance Sheet	**17 967.47**	17 967.47
	Debenture Redemption Reserve		
	As per last Balance Sheet	**1 316.80**	1 316.80
	Retained Earnings		
	As per last Balance Sheet	**3 502.77**	1 437.44
	Profit for the year	**5 718.01**	1 343.09
	Transfer from Other Comprehensive Income	**557.45**	722.24
	Transferred to Capital Redemption Reserve (refer Note 16.1(b))	**(3 500.00)**	-
		6 278.23	3 502.77
	Other Comprehensive Income (OCI)		
	As per last Balance Sheet	**1 870.80**	2 747.34
	Movement in OCI (Net) during the year	**412.13**	(154.30)
	Transferred to Retained Earnings	**(557.45)**	(722.24)
		1 725.48	1 870.80
	Total	**31 507.14**	25 363.59

16.1 Nature and Purpose of Reserve :

(a) Capital Reserve (CR) is created pursuant to various Schemes of Amalgamations and / or Arrangements in earlier years and on acquiring of subsidiary. The CR will be utilised in accordance with the provisions of the Companies Act, 2013.

(b) Capital Redemption Reserve (CRR) is created against redemption of preference shares. The CRR will be utilised in accordance with the provisions of the Companies Act, 2013.

(c) Securities Premium (SP) represents aggregate of :-

(i) amount received in excess of face value of shares issued by the Group.

(ii) amount adjusted pursuant to provisions of various Schemes of Amalgamations and / or Arrangements and bonus

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

shares issued in earlier years. The balance lying in SP will be utilised in accordance with the provisions of the Companies Act, 2013.

(d) Debenture Redemption Reserve (DRR) is created pursuant to requirement of Companies Act, 2013 and rules framed thereunder. Balance available in DRR will be transferred to retained earnings / general reserve upon redemption of debentures issued by the Group from time to time.

16.2 In terms of the provisions of Section 71 of the Companies Act, 2013 read with Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014, the Group is required to create Debenture Redemption Reserve (DRR) of minimum amount of Rs. 1,316.80 crore, over the tenure of the debentures, being 10% of the outstanding value of Debentures i.e. Rs. 13,168.00 crore as on 31st March 2026. The Group already has a DRR balance of Rs. 1,316.80 crore as at 31st March 2025 and hence no further DRR is required to be created for the year ended 31st March 2026.

(Rs. in crore)

	As at 31st March 2026		As at 31st March 2025	
	Non-Current	**Current**	Non-Current	Current
17. Borrowings - Non-Current				
Secured - At amortised cost*				
Non Convertible Debentures	**-**	**11 998.21**	11 984.08	-
Term Loans :				
From Banks	**3 943.89**	**369.66**	3 650.00	875.00
Unsecured - At amortised cost				
9% Cumulative Redeemable Preference Shares	**47.00**	**-**	47.00	-
9% Non-Cumulative Optionally Convertible Preference Shares	**-**	**-**	3 500.00	-
Total	**3 990.89**	**12 367.87**	19 181.08	875.00

* includes Rs. 3.24 crore (Previous Year Rs. 15.92 crore) as prepaid finance charges.

17.1 4,70,00,000 9% Cumulative Redeemable Preference Shares (Series I to V) (CRPS) of face value of Rs. 10/- each fully paid up shall be redeemed at Rs. 10/- per share at any time, at the option of the Company, but not later than 31st August 2037. The redemption shall be made in accordance with the applicable provisions of the Companies Act, 2013 and Articles of Association of the Company. The CRPS carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up. The CRPS are non-participating in the surplus funds/ surplus assets and profits, on winding up which may remain after the entire capital has been repaid. The CRPS carry voting rights prescribed under the provisions of the Companies Act, 2013.

The details of Shareholder holding more than 5% shares :

Name of the Shareholder	**As at 31st March 2026**		As at 31st March 2025	
	No. of Shares	**% held**	No. of Shares	% held
Reliance Industries Holding Private Limited (Holding Company)	**4 70 00 000**	**100.00**	4 70 00 000	100.00

The reconciliation of the number of shares outstanding is set out below :

Particulars	**As at 31st March 2026**	As at 31st March 2025
	No. of Shares	No. of Shares
CRPS at the beginning of the year	**4 70 00 000**	4 70 00 000
CRPS at the end of the year	**4 70 00 000**	4 70 00 000

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Shareholding of 9% Cumulative Redeemable Preference Shares held by Promoters

As at 31st March 2026

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	4 70 00 000	-	4 70 00 000	100.00	-

As at 31st March 2025

Sr. No.	Name of Promoters	No. of shares at beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1	Reliance Industries Holding Private Limited	4 70 00 000	-	4 70 00 000	100.00	-

17.2 The Company had issued 350,00,00,000 9% Non-Cumulative Optionally Convertible Preference Shares (OCPS) of face value of Rs. 10 each fully paid up which were fully redeemed during the year. The Company and the holder had right to convert OCPS, in parts or full and in one or more tranches, into equity shares of the Company, any time during the Tenure of the OCPS, by either party by giving a written notice of conversion of such number of OCPS into Equity shares at Conversion Price. Conversion Price shall mean the fair value of Equity Share on the date of conversion, provided that the Conversion Price shall not be less than the Face Value of the Equity Shares. The conversion shall be made in accordance with the applicable provisions of the Companies Act, 2013 and Articles of Association of the Company.

The holder of OCPS also had the option of seeking redemption in parts or full any time during the tenure of the OCPS, at par value of Rs. 10/- per OCPS, by issuing at least 30 days prior notice to the Company.

Each OCPS, not opted for conversion or redemption as mentioned above and remaining outstanding at the end of Tenure (i.e. at the end of 10 years from the date of allotment) was compulsorily redeemable at par value of Rs. 10 per OCPS.

The OCPS carried a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up. The OCPS carried voting rights prescribed under the provisions of the Companies Act, 2013.

Pursuant to notice for redemption received from the holder of OCPS, the OCPS were fully redeemed on 17th February 2026, out of the profits, the Company has created Capital Redemption Reserve (CRR) for the face value of OCPS aggregating Rs. 3,500.00 crore.

The details of Shareholder holding more than 5% shares :

Name of the Shareholder	**As at 31st March 2026**		As at 31st March 2025	
	No. of Shares	**% held**	No. of Shares	% held
Jamnagar Utilities & Power Private Limited (Fellow Subsidiary)	**-**	**-**	350 00 00 000	100.00

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

The reconciliation of the number of shares outstanding is set out below :

Particulars	**As at 31st March 2026**	As at 31st March 2025
	No. of Shares	No. of Shares
OCPS at the beginning of the year	**350 00 00 000**	350 00 00 000
OCPS redeemed during the year	**350 00 00 000**	-
OCPS at the end of the year	**-**	350 00 00 000

17.3 7.90% Secured Redeemable Non Convertible Debentures- PPD 7 aggregating Rs. 2,000.00 crore (Previous Year Rs. 2,000.00 crore) are redeemable at par on November 18, 2026. These Non Convertible Debentures are secured by;

(a) a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and investment in redeemable securities of the Company and

(b) mortgage over a building (residential flat) owned by the Company situated at Kandivali, Mumbai;

17.4 7.95% Secured Redeemable Non Convertible Debentures- PPD 6 aggregating Rs. 2,000.00 crore (Previous Year Rs. 2,000.00 crore) are redeemable at par on October 28, 2026. These Non Convertible Debentures are secured by;

(a) a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and investment in redeemable securities of the Company and

(b) mortgage over a building (residential flat) owned by the Company situated at Kandivali, Mumbai;

17.5 6.75% Secured Redeemable Non Convertible Debentures- PPD 12 aggregating Rs. 4,000.00 crore (Previous Year Rs. 4,000 crore) are redeemable at par on April 22, 2026. These Non Convertible Debentures are secured by;

a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and investment in redeemable securities of the Company;

17.6 Zero Coupon Secured Redeemable Non Convertible Debentures- PPD 13 issued on 17th March 2023 at discounted price aggregating to Rs. 4,000.00 crore (Previous Year Rs. 4,000.00 crore) are redeemable at par value aggregating to Rs. 5,168.00 crore on 17th April 2026. The discount aggregating Rs. 1,168.00 crore is being amortised over the tenure of debentures using the Effective Interest Method and cumulative discount amortised till the reporting date has been disclosed under "Other Financial Liabilities - Current" (refer Note 24). These Non Convertible Debentures are secured by;

a pari passu charge by way of hypothecation over;

i) all rights, title, interest, benefit, claims and demands in, to, or in respect of movable fixed assets of the Company; and

ii) movable assets consisting of current assets (including current investments), loans & advances and identified investments of the Company;

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

17.7 Secured Term Loans aggregating Rs. 4,315.00 crore (Previous Year Rs. 4,525.00 crore) are repayable between 30th June 2026 and 31st December 2032 (rate of interest ranging from 6.67% to 8.25% p.a.). These Term Loans are secured by first pari passu charge by way of hypothecation over all the movable (movable fixed assets; identified long term and short term investments, other current assets and loans & advances) assets of the Company, both present and future.

The loans are repayable as under;

	Current	**Non-Current**		
Repayment in :-	**1 Year**	**1-3 Year**	**3-5 Year**	**Above 5 Year**
(Rs. in crore)	370.00	3 490.00	210.00	245.00

17.8 The Group has satisfied all the covenants prescribed in terms of borrowings.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
18.	**Other Financial Liabilities - Non-Current**		
	Security Deposits from a Related Party (refer Note 34)	**887.73**	816.35
	Fair Value of Derivative Instruments - Payable	**-**	111.00
	Amortised discount on Debentures	**-**	738.71
	Total	**887.73**	1 666.06

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
19.	**Provisions - Non-Current**		
	Provision for Asset Retirement Obligation	**186.97**	-
	Total	**186.97**	-

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
20.	**Deferred Tax Liabilities (Net)**		
	The movement on the deferred tax account is as follows:		
	At the start of the year	**880.54**	1 185.52
	Charge / (Credit) to Statement of Profit and Loss (refer Note 13)	**(76.27)**	(112.42)
	Charge / (Credit) to Other Comprehensive Income	**(66.24)**	(192.56)
	At the end of year	**738.03**	880.54

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Component of Deferred tax Liabilities / (Assets) (Net)
As at 31st March 2026

	As at 1st April 2025	Charge / (Credit) to Statement of Profit and Loss	Charge / (Credit) to Other Comprehensive Income	As at 31st March 2026
Deferred tax Liabilities / (Assets) (Net) in relation to:				
Property, Plant and Equipment	**871.51**	(72.28)	(140.12)	**659.11**
Financial Assets	**5.21**	56.13	17.00	**78.34**
Financial and Other Liabilities	**4.00**	(60.19)	57.01	**0.82**
Provisions	**(0.18)**	0.07	(0.13)	**(0.24)**
Total	**880.54**	**(76.27)**	**(66.24)**	**738.03**

As at 31st March 2025

	As at 1st April 2024	Charge / (Credit) to Statement of Profit and Loss	Charge / (Credit) to Other Comprehensive Income	As at 31st March 2025
Deferred tax Liabilities / (Assets) (Net) in relation to:				
Property, Plant and Equipment	**1 102.17**	(49.33)	(181.33)	**871.51**
Financial Assets	**75.95**	(12.84)	(57.90)	**5.21**
Financial and Other Liabilities	**7.56**	(50.28)	46.72	**4.00**
Provisions	**(0.16)**	0.03	(0.05)	**(0.18)**
Total	**1 185.52**	**(112.42)**	**(192.56)**	**880.54**

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
21.	**Other Non - Current Liabilities**		
	Security Deposits considered as Income received in Advance from a Related Party (refer Note 34)	**84.65**	162.27
	Total	**84.65**	162.27

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
22.	**Borrowings - Current**		
	Secured - At amortised cost		
	Current maturities of Borrowings - Non Current (refer Note 17 for other details)	**12 367.87**	875.00
	From Bank		
	Working Capital Demand Loan (refer Note 22.1)	**3 250.00**	-
	Unsecured - At amortised cost		
	From Others		
	Commercial Papers*	**-**	4 541.75
	Total	**15 617.87**	5 416.75

* Maximum amount outstanding at any time during the year was Rs. 4,627.27 crore (Previous Year Rs. 4,541.75 crore).

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

22.1 Working Capital Demand Loan from Bank of Rs. 3,250.00 crore (Previous Year Rs. Nil) are secured by first pari passu charge by way of hypothecation over all the movable (movable fixed assets; identified long term and short term investments, other current assets and loans & advances) assets of the Company, both present and future. The quarterly information in connection with the security cover, provided by the Company to the bank, are in agreement with the books of account.

22.2 Refer note 39B (iii) for maturity profile.

22.3 The Group has satisfied all the covenants prescribed in terms of its borrowings.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
23.	**Trade Payables Due to**		
	Micro Enterprises and Small Enterprises	**20.94**	13.60
	Other than Micro Enterprises and Small Enterprises	**102.13**	108.29
	Total	**123.07**	121.89

23.1 Trade Payables Ageing :

As at 31st March 2026 (Rs. in crore)

Particulars		**Outstanding for following periods from due date of payment**					**Total**
		Not Due	**< 1 year**	**1-2 years**	**2-3 years**	**> 3 years**	
(i)	MSME*	20.94	-	-	-	-	20.94
(ii)	Others	83.39	15.02	1.34	0.93	1.45	102.13
(iii)	Disputed dues- MSME	-	-	-	-	-	-
(iv)	Disputed dues- Others	-	-	-	-	-	-
	Total	**104.33**	**15.02**	**1.34**	**0.93**	**1.45**	**123.07**

As at 31st March 2025 (Rs. in crore)

Particulars		Outstanding for following periods from due date of payment					Total
		Not Due	< 1 year	1-2 years	2-3 years	> 3 years	
(i)	MSME*	13.60	-	-	-	-	13.60
(ii)	Others	82.92	6.39	10.90	3.53	4.55	108.29
(iii)	Disputed dues- MSME	-	-	-	-	-	-
(iv)	Disputed dues- Others	-	-	-	-	-	-
	Total	96.52	6.39	10.90	3.53	4.55	121.89

* MSME only includes micro enterprises and small enterprises.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
24.	**Other Financial Liabilities - Current**		
	Interest Accrued but Not Due on Borrowings	**383.42**	389.29
	Amortised discount on Debentures	**1 148.61**	-
	Creditors for Capital Expenditure	**2.26**	1.84
	Fair Value of Derivative Instruments - Payable	**175.43**	391.82
	Others^	**15.24**	7.15
	Total	**1 724.96**	790.10

^ represents employees related liabilities and other payables.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
25.	**Other Current Liabilities**		
	Security Deposits	**2.73**	1.98
	Security Deposits considered as Income received in Advance from a Related Party (refer Note 34)	**77.62**	71.38
	Other Payables*	**45.93**	41.83
	Total	**126.28**	115.19

* includes statutory dues and advances from customers etc.

(Rs. in crore)

		As at 31st March 2026	As at 31st March 2025
26.	**Provisions - Current**		
	Provisions for Employee Benefits*	**0.89**	0.71
	Total	**0.89**	0.71

* represents provisions for leave encashment and superannuation.

(Rs. in crore)

		2025-26	2024-25
27.	**Revenue from Operations:**		
	Sale of Services		
	Port Infrastructure Facilities	**5 349.97**	5 141.57
	Infrastructure Facilities in SEZ	**4.66**	8.00
	Construction, Engineering and Equipment Hiring	**278.64**	320.49
		5 633.27	5 470.06
	Sale of Traded Goods	**0.35**	0.36
		5 633.62	5 470.42
	Less: GST Recovered	**302.91**	320.38
	Total Operating Revenue	**5 330.71**	5 150.04
	Other Operating Revenue	**0.41**	1.12
	Total	**5 331.12**	5 151.16

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

			(Rs. in crore)
		2025-26	2024-25
28.	**Other Income:**		
	Interest from		
	Financial Assets carried at Amortised Cost	**2 139.22**	2 761.05
	Investments at FVTOCI	**327.99**	330.64
	Others	**-**	91.07
		2 467.21	3 182.76
	Net Gain on Financial Assets		
	Gain on Sale /Redemption / Transfer of Investments (Net)	**299.60**	54.67
	Changes in Fair Value of Financial Assets (Net)	**311.27**	19.83
		610.87	74.50
	Dividend Income	**3.43**	-
	Net Gain on Foreign Currency Transactions and Translation	**67.18**	16.30
	Other Non Operating Income	**18.45**	11.02
		89.06	27.32
	Total	**3 167.14**	3 284.58

			(Rs. in crore)
		2025-26	2024-25
29.	**Employee Benefits Expense**		
	Salaries and Wages	**37.60**	31.18
	Contribution to Provident and Other Funds	**3.52**	2.29
	Staff Welfare Expenses	**55.01**	68.77
	Total	**96.13**	102.24

29.1 As per Indian Accounting Standard 19 "Employee Benefits", the disclosures as defined are given below :

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

		(Rs. in crore)
Particulars	**2025-26**	2024-25
Employer's Contribution to Provident Fund	**1.15**	1.09
Employer's Contribution to Superannuation Fund	**0.48**	0.43
Employer's Contribution to Pension Scheme	**0.69**	0.59

The Company's Provident Fund is exempted under Section 17 of Employees' Provident Fund and Miscellaneous Provisions Act, 1952.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Defined Benefit Plan

I) Reconciliation of opening and closing balances of Defined Benefit Obligation

(Rs. in crore)

	Gratuity (Funded)	
	2025-26	2024-25
Defined Benefit Obligation at beginning of the year	**4.35**	4.16
Interest Cost	**0.34**	0.31
Current Service Cost	**0.37**	0.30
Past Service Cost	**0.94**	-
Actuarial (Gain) / Loss	**0.53**	0.22
Benefits paid	**(0.10)**	(0.64)
Defined Benefit Obligation at year end	**6.43**	4.35

II) Reconciliation of opening and closing balances of Fair Value of Plan Assets

(Rs. in crore)

	Gratuity (Funded)	
	2025-26	2024-25
Fair Value of Plan Assets at beginning of the year	**6.30**	5.83
Interest Income	**0.45**	0.43
Return on Plan Assets	**0.03**	0.04
Fair Value of Plan Assets at year end	**6.78**	6.30

III) Reconciliation of Fair Value of Assets and Obligations

(Rs. in crore)

	Gratuity (Funded)	
	As at 31st March 2026	As at 31st March 2025
Fair value of Plan Assets	**6.78**	6.30
Present value of Obligation	**6.43**	4.35
Amount recognised in Balance Sheet [Surplus/(Deficit)]	**0.35**	1.95

IV) Expenses recognised during the year

(Rs. in crore)

	Gratuity (Funded)	
	2025-26	2024-25
In Income Statement		
Current Service Cost	**0.37**	0.30
Past Service Cost	**0.94**	-
Interest Cost	**0.34**	0.31
Interest Income	**(0.45)**	(0.43)
Net Cost	**1.20**	0.18
In Other Comprehensive Income		
Actuarial (Gain) / Loss	**0.53**	0.22
Return on Plan Assets	**(0.03)**	(0.04)
Net (Income) / Expense for the year recognised in OCI	**0.50**	0.18

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

V) Investment Details

	Gratuity (Funded)			
	As at 31st March 2026		As at 31st March 2025	
	(Rs. in crore)	**% Invested**	(Rs. in crore)	% Invested
Insurance Fund	**6.78**	**100.00**	6.30	100.00

VI) Actuarial Assumptions

	Gratuity (Funded)	
	2025-26	2024-25
Mortality Table (IALM)	**2012-14**	2012-14
	(Urban)	(Urban)
Discount Rate (per annum)	6.91%	6.90%
Expected Rate of Return on Plan Assets (per annum)	6.91%	6.90%
Rate of escalation in Salary (per annum)	6.00%	6.00%
Rate of Employee Turnover (per annum)	5.00%	5.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Expected Rate of Return on Plan Assets is determined considering several applicable factors, mainly the composition of Plan Assets held, assessed risks, historical results of return on Plan Assets and the Group's policy for Plan Assets Management.

VII) The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2025-26.

VIII) Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below :

(Rs. in crore)

Particulars	**As at 31st March 2026**		As at 31st March 2025	
	Decrease	**Increase**	Decrease	Increase
Change in discounting rate (delta effect of +/- 0.5%)	**0.14**	**0.15**	0.09	0.10
Change in rate of salary increase (delta effect of -/+ 0.5%)	**0.12**	**0.12**	0.10	0.10
Change in rate of employee turnover (delta effect of -/+ 0.5%)	**0.01**	**0.01**	0.00	0.00

These plans typically expose the Group to actuarial risks such as: Investment Risk, Interest Risk, Longevity Risk and Salary Risk.

Investment Risk :- The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Interest Risk :- A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity Risk :- The present value of the defined benefit plan liability is calculated with reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Risk :- The present value of the defined plan liability is calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

IX) The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from 21st November 2025. The Ministry of Labour & Employment has notified Central Rules to enable assessment of the financial impact due to changes in regulations.

The incremental impact of these changes, assessed by the Group, on the basis of the information available, consistent with the guidance provided by the Institute of Chartered Accountants of India, is not material and has been recognised for the year ended 31st March 2026.

(Rs. in crore)

		2025-26	2024-25
30.	**Finance Costs***		
	Interest Costs	**1 644.85**	1 652.42
	Other Borrowing Costs	**15.63**	14.27
	Total	**1 660.48**	1 666.69

* includes Interest on Lease Liabilities Rs. 0.01 crore (Previous Year Rs. 0.11 crore).

(Rs. in crore)

		2025-26	2024-25
31.	**Depreciation and Amortisation Expense**		
	Depreciation and Amortisation Expense (refer Note 1)	**830.24**	1 029.41
	Total	**830.24**	1 029.41

(Rs. in crore)

		2025-26	2024-25
32.	**Other Expenses**		
	Port Infrastructure related Expenses	**502.22**	460.44
	Contracts and Networking Expenses	**328.83**	773.84
	Construction Materials, Stores, Spares and Consumables consumed	**336.66**	380.23
	Hire Charges	**207.30**	186.57
	Repairs to Plant and Machinery	**106.32**	77.47
	Legal and Professional Fees	**120.33**	283.29
	Insurance	**18.27**	21.89
	Rent	**234.30**	166.83
	Rates and Taxes	**2.67**	2.05

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	2025-26	2024-25
Repairs to Buildings	**0.19**	0.07
Repairs to Others	**164.40**	146.64
Payment to Auditors	**1.64**	1.02
Travelling Expenses	**75.17**	271.54
General Expenses	**59.49**	42.11
Corporate Social Responsibility Expenditure	**43.65**	48.56
Provision for Doubtful Loans & Advances	**(0.02)**	(0.09)
Changes in Fair Value of Warrants (refer Note 2.2)	**1 978.13**	-
Loss on Derivative Transactions (net)	**389.89**	258.07
Loss on Sale / Disposal of Property, Plant and Equipment	**4.49**	4.70
Total	**4 573.93**	3 125.23
Less: Transferred to Project Development Expenditure	**(6.46)**	-
Total	**4 567.47**	3 125.23

		2025-26	2024-25
33.	**Earnings Per Share (EPS)**		
	A - After Exceptional Items		
	Net Profit after Tax as per Statement of Profit and Loss (Rs. in crore)	**5 718.01**	1 343.09
	Less :- Dividend on 9% Cumulative Redeemable Preference Shares (CRPS) (Rs. in crore)	**4.23**	4.23
	Net Profit attributable to Equity Shareholders (Rs. in crore) (used as Numerator for calculation)	**5 713.78**	1 338.86
	Weighted Average number of Equity Shares (used as denominator for calculating EPS)	**2475 00 00 000**	2475 00 00 000
	Basic and Diluted Earnings Per Share of Re. 1 each (in Rupees)* - After Exceptional Item	**2.31**	0.54
	B - Before Exceptional Items		
	Net Profit after Tax as per Statement of Profit and Loss (Rs. in crore)	**303.71**	1 343.09
	Less :- Dividend on 9% Cumulative Redeemable Preference Shares (CRPS) (Rs. in crore)	**4.23**	4.23
	Net Profit attributable to Equity Shareholders (Rs. in crore) (used as Numerator for calculation)	**299.48**	1 338.86
	Weighted Average number of Equity Shares (used as denominator for calculating EPS)	**2475 00 00 000**	2475 00 00 000
	Basic and Diluted Earnings Per Share of Re. 1 each (in Rupees)* - Before Exceptional Items	**0.12**	0.54

*350,00,00,000 OCPS referred to in Note 17.2 were convertible into equity shares of the Company at the Conversion Price being the fair value of equity shares on the date of conversion, thus conversion of OCPS into equity shares was not likely to have any dilutive effect and hence not considered in the denominator for calculating the EPS in the previous year.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

34. Related Party Disclosure

Disclosure of transactions with related parties as per Indian Accounting Standard 24/ Companies Act, 2013 are given below:

(i) List of related parties where control exists and with whom transactions have taken place and relationships:

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Holding Private Limited	Holding Company
2	Srichakra Commercials LLP	Entity jointly controlled by Holding Company
3	Jio Financial Services Limited	Group Entity whose member has significant influence
4	East West Pipeline Private Limited	Fellow Subsidiary
5	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary (Associate up to 25th February 2026)
6	Aprameya Commercials Private Limited	Fellow Subsidiary (Associate up to 17th April 2025)
7	Krama Enterprises Private Limited	Fellow Subsidiary & Associate
8	Nandanbala Commercials Private Limited	Associate
9	Humm Info Care Private Limited	Associate (from 9th August 2024)
10	Starlight Pictures Private Limited	Associate
11	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company
12	Amritkalash Commercial LLP	Jointly Controlled Entity
13	Drishtimohan Commercial LLP	Jointly Controlled Entity
14	Vaijayanti Commercial LLP	Jointly Controlled Entity
15	Shri Suresh Subramaniam	Key Managerial Personnel
16	Shri Ritesh Shiyal	Key Managerial Personnel
17	Ms. Forum Sheth	Key Managerial Personnel
18	Sikka Ports & Terminals Limited Employees Provident Fund	Post Employment Benefits Plan
19	Sikka Ports & Terminals Limited Employees Superannuation Scheme	Post Employment Benefits Plan

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(ii) Transactions during the year with Related Parties :

(Rs. in crore)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Holding Company / Entity jointly controlled by Holding Company	Group Entity / Entity whose KMP /Relatives/ Member having significant influence over the Holding Company / Company	Associate / Fellow Subsidiaries & Associate /Jointly Controlled Entity	Key Managerial Personnel	Post Employment Benefits Plan	Total
1	Redemption of Preference Shares	**-**	**-**	**3 500.00**	**-**	**-**	**3 500.00**
		-	-	-	-	-	-
2	Purchase / Subscription of Investments	**-**	**1 978.13**	**-**	**-**	**-**	**1 978.13**
		-	-	*4.17*	-	-	*4.17*
3	Sale / Redemption of Investments	**-**	**-**	**9 088.00**	**-**	**-**	**9 088.00**
		-	-	-	-	-	-
4	Loan acquired on Assignment	**-**	**-**	**-**	**-**	**-**	**-**
		-	-	*2 500.00*	-	-	*2 500.00*
5	Sale of Services	**-**	**4 570.96**	**3.56**	**-**	**-**	**4 574.52**
		-	*4 325.99*	*21.55*	-	-	*4 347.54*
6	Other Income	**2.00**	**-**	**-**	**-**	**-**	**2.00**
		-	-	-	-	-	-
7	Dividend Received	**-**	**3.43**	**-**	**-**	**-**	**3.43**
		-	-	-	-	-	-
8	Billing for Professional on Deputation	**-**	**-**	**0.02**	**-**	**-**	**0.02**
		-	-	*0.02*	-	-	*0.02*
9	Lease Rent Expenses [Rs. 2,000 (Previous Year Rs. 2,000)]	**-**	**0.00**	**-**	**-**	**-**	**0.00**
		-	*0.00*	-	-	-	*0.00*
10	Purchase including Construction Material, Stores, Spares and Consumables	**-**	**0.16**	**-**	**-**	**-**	**0.16**
		-	*0.89*	-	-	-	*0.89*
11	Payment to Key Managerial Personnel	**-**	**-**	**-**	**1.80**	**-**	**1.80**
		-	-	-	*1.70*	-	*1.70*
12	Other Expenses	**4.00**	**0.54**	**-**	**-**	**-**	**4.54**
		-	*0.55*	-	-	-	*0.55*
13	Employee Benefits Expense	**-**	**-**	**-**	**-**	**3.34**	**3.34**
		-	-	-	-	*3.26*	*3.26*

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(iii) Balances as at 31st March 2026

(Rs. in crore)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Holding Company	Entity whose KMP /Relatives having significant influence over the Holding Company	Associate / Fellow Subsidiaries & Associate / Jointly Controlled Entity	Key Managerial Personnel	Post Employment Benefits Plan	Total
1	Borrowings - Preference shares	**47.00**	**-**	**-**	**-**	**-**	**47.00**
		47.00	*-*	*3 500.00*	*-*	*-*	*3 547.00*
2	Investments	**-**	**1 535.43**	**12 073.27**	**-**	**-**	**13 608.70**
		-	*1 557.69*	*18 023.27*	*-*	*-*	*19 580.96*
3	Trade Receivables	**-**	**423.88**	**0.19**	**-**	**-**	**424.07**
		-	*72.98*	*0.15*	*-*	*-*	*73.13*
4	Trade Payables	**-**	**0.01**	**-**	**-**	**-**	**0.01**
		-	*-*	*-*	*-*	*-*	*-*
5	Security Deposits taken	**-**	**887.73**	**-**	**-**	**-**	**887.73**
		-	*816.35*	*-*	*-*	*-*	*816.35*
6	Security Deposits considered as Income received in Advance	**-**	**162.27**	**-**	**-**	**-**	**162.27**
		-	*233.65*	*-*	*-*	*-*	*233.65*
7	Loans and Advances given	**-**	**-**	**362.82**	**-**	**-**	**362.82**
		-	*-*	*362.82*	*-*	*-*	*362.82*
8	Provision for Doubtful Loans & Advances	**-**	**-**	**362.82**	**-**	**-**	**362.82**
		-	*-*	*362.82*	*-*	*-*	*362.82*

Note: Figures in italics represent previous year's amounts. The transactions and balances have been given in respect of the year during which relationship exists. The opening/ closing balances include the amount of applicable taxes, while the transaction value excludes the applicable taxes.

Disclosure of major Related Party transactions (in respect of the parties and for the period during which the relationship exists) :

(Rs. in crore)

	Particulars	Relationship	2025-26	2024-25
1.	**Redemption of Preference Shares**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**3 500.00**	-
2.	**Purchase / Subscription of Investments**			
	Jio Financial Services Limited	Group Entity whose member has significant influence	**1 978.13**	-
	Humm Info Care Private Limited	Associate	**-**	4.17

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	Particulars	Relationship	2025-26	2024-25
3.	**Sale / Redemption of Investments**			
	Aprameya Commercials Private Limited	Fellow Subsidiary	**950.00**	-
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**8 138.00**	-
4.	**Loan acquired on Assignment**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**-**	2 500.00
5.	**Sale of Services**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**3.56**	5.76
	Nandanbala Commercials Private Limited	Associate	**-**	15.79
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**4 570.96**	4 325.99
6.	**Other Income**			
	Reliance Industries Holding Private Limited	Holding Company	**1.00**	-
	Srichakra Commercials LLP	Entity jointly controlled by Holding Company	**1.00**	-
7.	**Dividend Received**			
	Jio Financial Services Limited	Group Entity whose member has significant influence	**3.43**	-
8.	**Billing for Professional on Deputation**			
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**0.02**	0.02
9.	**Lease Rent Expenses**			
	Reliance Industries Limited [(Rs. 2,000) (Previous Year Rs. 2,000)]	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.00**	0.00
10.	**Purchase including Construction Material, Stores, Spares and Consumables**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.16**	0.89
11.	**Payment to Key Managerial Personnel**			
	Shri Suresh Subramaniam	Key Managerial Personnel	**0.54**	0.50
	Shri Ritesh Shiyal	Key Managerial Personnel	**1.05**	0.97
	Ms. Forum Sheth	Key Managerial Personnel	**0.21**	0.23

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	Particulars	Relationship	2025-26	2024-25
12.	**Other Expenses**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.54**	0.55
	Reliance Industries Holding Private Limited	Holding Company	**2.00**	-
	Srichakra Commercials LLP	Entity jointly controlled by Holding Company	**2.00**	-
13.	**Employee Benefits Expense**			
	Sikka Ports & Terminals Limited Employees Provident Fund	Post Employment Benefits Plan	**2.86**	2.83
	Sikka Ports & Terminals Limited Employees Superannuation Scheme	Post Employment Benefits Plan	**0.48**	0.43

Balances as at 31st March 2026

(Rs. in crore)

	Particulars	Relationship	As at 31st March 2026	As at 31st March 2025
1.	**Borrowings - Preference shares**			
	Reliance Industries Holding Private Limited	Holding Company	**47.00**	47.00
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**-**	3 500.00
2.	**Investments**			
	Nandanbala Commercials Private Limited	Associate	**590.00**	590.00
	Starlight Pictures Private Limited	Associate	**17.50**	17.50
	Humm Info Care Private Limited	Associate	**4.17**	4.17
	Jio Financial Services Limited	Group Entity whose member has significant influence	**1 535.43**	1 557.69
	East West Pipeline Private Limited (Re. 1)	Fellow Subsidiary	**0.00**	0.00
	Aprameya Commercials Private Limited	Fellow Subsidiary	**-**	950.00
	Krama Enterprises Private Limited	Fellow Subsidiary & Associate	**11 461.00**	11 461.00
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**-**	5 000.00
	Amritkalash Commercial LLP	Jointly Controlled Entity	**0.05**	0.05
	Drishtimohan Commercial LLP	Jointly Controlled Entity	**0.05**	0.05
	Vaijayanti Commercial LLP	Jointly Controlled Entity	**0.50**	0.50

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	Particulars	Relationship	As at 31st March 2026	As at 31st March 2025
3.	**Trade Receivables**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**423.88**	72.98
	Jamnagar Utilities & Power Private Limited	Fellow Subsidiary	**0.19**	0.15
4.	**Trade Payables**			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**0.01**	-
5.	**5. Security Deposits Taken***			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**887.73**	816.35
6.	**Security Deposits considered as Income received in Advance***			
	Reliance Industries Limited	Entity whose Key Managerial Personnel (KMP) /Relatives having significant influence over the Holding Company	**162.27**	233.65
7.	**Loans and Advances given**			
	East West Pipeline Private Limited	Fellow Subsidiary	**362.82**	362.82
8.	**Provision for Doubtful Loans & Advances**			
	East West Pipeline Private Limited	Fellow Subsidiary	**362.82**	362.82

* received pursuant to the agreement and will remain valid till the period of the agreement.

All related party contracts / arrangements have been entered on arms' length basis.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

34.1 Compensation of Key Managerial Personnel

The remuneration of Key Managerial Personnel during the year was as follows:

(Rs. in crore)

		2025-26	2024-25
(i)	Short-Term Benefits	**1.64**	1.55
(ii)	Post Employment Benefits	**0.16**	0.15
	Total	**1.80**	1.70

35. Segment Information

The Group's operating segments are identified taking into account nature of products and services, the differing risks and returns and the internal business reporting systems established for evaluation by the Board of Directors of the Group (the 'Chief Operating Decision Maker' as defined in Ind AS 108 - 'Operating Segments'), in deciding how to allocate resources and in assessing performance.

The Group has two principal operating and reporting segments i.e. Port Infrastructure and Investments.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting :

(a) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

(b) Segment assets and segment liabilities represent assets and liabilities in respective segments. Tax related items and other Assets and Liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

(i) **Primary Segment Information :**

(Rs. in crore)

	Particulars	**Port Infrastructure**		**Investment**		**Others**		**Unallocable**		**Total**	
		2025-2026	2024-2025	**2025-2026**	2024-2025	**2025-2026**	2024-2025	**2025-2026**	2024-2025	**2025-2026**	2024-2025
1	**Segment Revenue**										
	Sales and Service Income	**5 349.97**	5 141.57	**-**	-	**283.65**	328.85	**-**	-	**5 633.62**	5 470.42
	Gross Revenue	**5 349.97**	5 141.57	**-**	-	**283.65**	328.85	**-**	-	**5 633.62**	5 470.42
	Less: GST Recovered	**260.19**	271.86	**-**	-	**42.72**	48.52	**-**	-	**302.91**	320.38
	Add:- Other Operating Revenue	**0.00**	0.47	**-**	-	**0.41**	0.65	**-**	-	**0.41**	1.12
	Revenue from Operations*	**5 089.78**	4 870.18	**-**	-	**241.34**	280.98	**-**	-	**5 331.12**	5 151.16
	Add:- Interest Income	**-**	-	**2 466.83**	3 091.51	**0.31**	0.06	**0.07**	91.19	**2 467.21**	3 182.76
	Add:- Other Income	**67.02**	16.27	**623.30**	74.50	**4.43**	6.56	**5.18**	4.49	**699.93**	101.82
	Total Income	**5 156.80**	4 886.45	**3 090.13**	3 166.01	**246.08**	287.60	**5.25**	95.68	**8 498.26**	8 435.74

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(Rs. in crore)

	Particulars	Port Infrastructure		Investment		Others		Unallocable		Total	
		2025-2026	2024-2025	**2025-2026**	2024-2025	**2025-2026**	2024-2025	**2025-2026**	2024-2025	**2025-2026**	2024-2025
2	**Segment Result before Interest and Taxes**	**2 697.30**	1 512.61	**1 053.47**	3 164.89	**(180.25)**	(169.47)	**(566.10)**	(329.17)	**3 004.42**	4 178.86
	Finance Costs	**-**	-	**-**	-	**-**	-	**1 660.48**	1 666.69	**1 660.48**	1 666.69
	Profit before Exceptional Items and Tax	**2 697.30**	1 512.61	**1 053.47**	3 164.89	**(180.25)**	(169.47)	**(2 226.58)**	(1 995.86)	**1 343.94**	2 512.17
	Exceptional Items	**-**	-	**5 414.30**	-	**-**	-	**-**	-	**5 414.30**	-
	Profit before Tax	**2 697.30**	1 512.61	**6 467.77**	3 164.89	**(180.25)**	(169.47)	**(2 226.58)**	(1 995.86)	**6 758.24**	2 512.17
	Current Tax	**-**	-	**-**	-	**-**	-	**1 116.50**	1 281.50	**1 116.50**	1 281.50
	Deferred Tax	**-**	-	**-**	-	**-**	-	**(76.27)**	(112.42)	**(76.27)**	(112.42)
	Profit Before Share of Profit/ (Loss) of Associates and Jointly Controlled Entities	**2 697.30**	1 512.61	**6 467.77**	3 164.89	**(180.25)**	(169.47)	**(3 266.81)**	(3 164.94)	**5 718.01**	1 343.09
	Share of Profit/ (Loss) of Associates and Jointly Controlled Entities	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-
	Profit for the Year	**2 697.30**	1 512.61	**6 467.77**	3 164.89	**(180.25)**	(169.47)	**(3 266.81)**	(3 164.94)	**5 718.01**	1 343.09
3	**Other Information**										
	Segment Assets	**4 292.40**	4 779.86	**51 562.83**	49 952.78	**773.63**	199.46	**836.60**	1 241.08	**57 465.46**	56 173.18
	Segment Liabilities	**1 192.42**	1 173.26	**-**	-	**224.07**	40.25	**22 066.83**	27 121.08	**23 483.32**	28 334.59
	Capital Expenditure	**6.91**	1.54	**-**	-	**212.60**	0.90	**116.37**	87.70	**335.88**	90.14
	Depreciation and Amortisation Expenses	**737.44**	922.31	**-**	-	**36.48**	57.99	**56.32**	49.11	**830.24**	1 029.41
	Material Non Cash Items other than Depreciation and Amortisation Expenses	**-**	-	-	-	**-**	-	**-**	-	**-**	-

* includes Rs. 4,570.96 crore (Previous Year Rs. 4,325.99 crore) derived from Reliance Industries Limited.

(ii) As per Indian Accounting Standard 108 - Operating Segments, the Company has reported segment information on consolidated basis including businesses conducted through its subsidiaries.

(iii) The reporting Segment is further described below :

- The Port Infrastructure segment includes operations related to evacuation of petroleum products and crude at port and infrastructure facilities at Jamnagar.
- The Investments segment representing investments, loans and advances and related financing activities.
- The businesses, which were not reportable segment during the year, have been grouped under “Others” segment. This mainly comprises of operations related to Construction & Engineering Services, Project Management Services, Plant and Equipment Hiring, Provision of Infrastructure Facilities as Co-Developer in Special Economic Zone and mining, extracting and trading in commodities including precious metals..

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(iv) **Secondary Segment Information (Geographical):**

(Rs. in crore)

	2025-26	2024-25
A. Segment Revenue - External Turnover		
Within India	5 634.03	5 471.18
Outside India	-	0.36
Total	**5 634.03**	5 471.54
B. Non-Current Assets		
Within India	32 091.51	45 975.72
Outside India	262.92	-
Total	**32 354.43**	45 975.72

The operations of the Group are predominantly conducted within India and during the year the Group has presence out side India in United Arab Emirates and USA.

36. Contingent Liabilities and Commitments

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
(I) **Contingent Liabilities** (to the extent not provided for)		
Claims against the Group / disputed liabilities not acknowledged as debts in respect of other than related party*	**8.29**	8.25
(II) **Commitments**		
(a) Estimated amount of contracts remaining to be executed on capital accounts and not provided for - in respect of Others	**64.63**	0.09
(b) Dividend to be paid on 9% Cumulative Redeemable Preference Shares (CRPS) being 4,70,00,000 (4,70,00,000) shares of face value of Rs. 10/- each	**25.56**	21.33
(c) Uncalled liabilities on partly paid debentures	**7.50**	7.50

* The Group has been advised that the claims are likely to be either deleted or substantially reduced and accordingly no provision is considered necessary. Above does not include the litigations where favourable orders are passed by appellate authorities in favour of the Group, against which further appeal is filed by concerned department in higher appellate forums.

37. The Exceptional Items represents (i) Rs. 2,276.30 crore gain recognised by the Group on assignment/securitization of receivables (pertaining to loans amounting to Rs. 13,723.70 crore) to trusts established under Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008. The trust has issued pass-through certificates to institutional investors (mutual funds and merchant banks). (ii) Rs. 3,138.00 crore gain recognised on Redeemable Preference Shares of Jamnagar Utilities & Power Private Limited upon its redemption.

38. Capital Management

The Group adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

a) Maintain financial strength to ensure AAA ratings.

b) Diversify sources of financing and spread the maturity across tenure buckets in order to manage liquidity risk.

c) Proactively manage exposure in forex and interest to mitigate risk to earnings.

d) Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

The net gearing ratio at end of the reporting period was as follows :

(Rs. in crore)

	As at 31st March 2026	As at 31st March 2025
Gross Debt	19 608.76	24 597.83
Cash and Marketable Securities*	24 116.85	1 965.98
Net Debt (A)	**(4 508.09)**	22 631.85
Total Equity (as per Balance Sheet) (B)	**33 982.14**	27 838.59
Net Gearing (A/B)	**Not Applicable**	0.81

* Cash and Marketable Securities include Cash and Cash Equivalents of Rs. 598.07 crore (Previous Year Rs. 832.51 crore), Current Investments of Rs. 22,918.78 crore (Previous Year Rs. 1,133.47 crore) and Other Bank Balances of Rs. 600.00 crore (Previous Year Rs. Nil).

39. Financial Instruments

A. Fair Value Measurement Hierarchy:

(Rs. in crore)

Particulars	**As at 31st March 2026**				As at 31st March 2025			
	Carrying Amount	**Level of input used in**			Carrying Amount	Level of input used in		
		Level 1	**Level 2**	**Level 3**		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Trade Receivables	**463.00**	**-**	**-**	**-**	116.32	-	-	-
Cash and Cash Equivalents	**598.07**	**-**	**-**	**-**	832.51	-	-	-
Other Bank Balances	**600.00**	**-**	**-**	**-**	-	-	-	-
Loans	**10 614.22**	**-**	**-**	**-**	25 550.30	-	-	-
Other Financial Assets	**87.04**	**-**	**-**	**-**	76.40	-	-	-
At FVTPL								
Investments*	**22 919.28**	**-**	**22 918.78**	**0.50**	1 133.97	-	1 133.47	0.50
At FVTOCI								
Investments*	**5 316.06**	**5 316.06**	**-**	**-**	5 215.35	5 215.35	-	-
Financial Liabilities								
At Amortised Cost								
Borrowings	**19 608.76**	**-**	**-**	**-**	24 597.83	-	-	-
Lease Liabilities	**1.98**	**-**	**-**	**-**	-	-	-	-
Trade Payables	**123.07**	**-**	**-**	**-**	121.89	-	-	-
Other Financial Liabilities	**2 437.26**	**-**	**-**	**-**	1 953.34	-	-	-
At FVTOCI								
Financial Derivatives	**175.43**	**-**	**175.43**	**-**	502.82	-	502.82	-

* Exclude Investments measured at cost (refer Note 2.1)

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below :

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

Valuation Methodology

All Financial Instruments are initially recognized and subsequently re-measured at fair value as described below :

a) The fair value of investment in Units of Infrastructure Investment Trusts, Mutual Funds, Bonds and Certificates of Deposit is measured at quoted price or NAV.

b) The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using forward exchange rates and yield curves at the balance sheet date.

c) The fair value for level 3 instruments is valued using inputs based on information about market participants assumptions and other data that are available.

d) The fair value of the remaining financial instruments is determined using discounted cash flow analysis or other suitable valuation model.

e) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date, wherever applicable.

f) Fair values of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, borrowings, trade payables and other financial liabilities are approximate at their carrying amounts.

B. Financial Risk Management

The different types of risks the Group is exposed to are market risk, credit risk and liquidity risk. The Company uses derivative financial instruments such as forwards, options and currency swap contracts to minimise any adverse effect on its financial performance. All such activities are undertaken within an approved Risk Management Policy framework.

i) Market Risk

a) Foreign Currency Risk

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The following table shows foreign currency exposures in USD, EUR and GBP on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

Foreign Currency Exposure (Rs. in crore)

Particulars	**As at 31st March 2026**			As at 31st March 2025		
	USD	**EUR**	**GBP**	USD	EUR	GBP
Trade and Other Payables	**5.88**	**0.49**	**0.37**	3.59	1.51	12.59
Trade and Other Receivables	**(687.83)**	**(1.18)**	**(1.90)**	(852.33)	(1.27)	(5.39)
Derivatives						
Currency Swap (Nominal Value)	**465.00**	**-**	**-**	2 754.81	-	-
Net Exposure	**(216.95)**	**(0.69)**	**(1.53)**	1 906.07	0.24	7.20

The net exposures includes natural hedges in the form of future foreign currency earnings and earnings linked to foreign currency for which the Company follows hedge accounting (refer Note 39C).

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Sensitivity analysis of 1% change in exchange rate at the end of reporting period net of hedges

Foreign Currency Sensitivity (Rs. in crore)

Particulars	**As at 31st March 2026**			As at 31st March 2025		
	USD	**EUR**	**GBP**	USD	EUR	GBP
1% Depreciation in INR						
Impact on Equity	**(3.30)**	**-**	**-**	(19.23)	-	-
Impact on P&L	**5.47**	**0.01**	**0.02**	0.17	(0.00)	(0.07)
Total	**2.17**	**0.01**	**0.02**	(19.06)	(0.00)	(0.07)
1% Appreciation in INR						
Impact on Equity	**3.30**	**-**	**-**	19.23	-	-
Impact on P&L	**(5.47)**	**(0.01)**	**(0.02)**	(0.17)	0.00	0.07
Total	**(2.17)**	**(0.01)**	**(0.02)**	19.06	0.00	0.07

b) Interest Rate Risk

The exposure of the Group's borrowing and derivatives to interest rate changes at the end of the reporting period are as follows:

Interest Rate Exposure (Rs. in crore)

Particulars	**As at 31st March 2026**	As at 31st March 2025
Borrowings		
Non-Current - Floating (includes Current Maturities)	**4 313.55**	4 525.00
Non-Current - Fixed (includes Current Maturities)	**12 045.21**	15 531.08
Current - Fixed	**3 250.00**	4 541.75
Total	**19 608.76**	24 597.83
Derivatives (Nominal Value)		
Currency Swap-Floating	**250.00**	1 464.81
Currency Swap-Fixed	**215.00**	1 290.00
Total	**465.00**	2 754.81

Impact on Interest Expenses for the year on 1% change in Interest rate

Interest rate Sensitivity (Rs. in crore)

Particulars	**As at 31st March 2026**		As at 31st March 2025	
	Up Move	**Down Move**	Up Move	Down Move
Impact on P&L	**(45.64)**	**45.64**	(59.90)	59.90
Total	**(45.64)**	**45.64**	(59.90)	59.90

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

ii) Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the Group. Credit risk arises from Group's activities in investments, dealing in derivatives and receivables from customers. A significant portion of service revenue of the Group is derived from a single customer enjoying highest credit rating. Apart from this, Group ensures that services / sales to other customers are having appropriate creditworthiness. The Group has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk is actively managed through security deposits, letters of credit, bank and corporate guarantees and advance payments.

iii) Liquidity Risk

Liquidity risk arises from the Group's inability to meet its cash flow commitments on the due date. The Group maintains sufficient stock of cash, marketable securities and committed credit facilities. The Group accesses global and local financial markets to meet its liquidity requirements. It uses a range of products and a mix of currencies to ensure efficient funding from across well-diversified markets and investor pools. Treasury monitors rolling forecasts of the Group's cash flow position and ensures that the Group is able to meet its financial obligation at all times including contingencies.

The Group's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses from across the different operating units and then arranges to either fund the net deficit or invest the net surplus in the market.

Maturity Profile as at 31st March 2026 (Rs. in crore)

Particulars^	**Below 3 Months**	**3-6 Months**	**6-12 Months**	**1-3 Years**	**3-5 Years**	**Above 5 Years**	**Total**
Borrowings							
Non-Current*@	8 130.00	30.00	4 210.00	3 490.00	210.00	292.00	**16 362.00**
Current$	3 250.00	-	-	-	-	-	**3 250.00**
Total Borrowings	**11 380.00**	**30.00**	**4 210.00**	**3 490.00**	**210.00**	**292.00**	**19 612.00**
Derivative Liabilities							
Currency Swap	73.29	102.14	-	-	-	-	**175.43**
Total Derivative Liabilities	**73.29**	**102.14**	**-**	**-**	**-**	**-**	**175.43**

^ Does not include Trade Payables (Current) amounting to Rs. 123.07 crore.

@ Does not include interest thereon

* excluding Rs. 3.24 crore as prepaid finance charges.

$ Interest rate of current borrowings ranges from 5.83% to 6.50%

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Maturity Profile as at 31st March 2025 (Rs. in crore)

Particulars^	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Borrowings							
Non-Current*@	87.50	187.50	600.00	15 300.00	350.00	3 547.00	**20 072.00**
Current#	4 600.00	-	-	-	-	-	**4 600.00**
Total Borrowings	**4 687.50**	**187.50**	**600.00**	**15 300.00**	**350.00**	**3 547.00**	**24 672.00**
Derivative Liabilities							
Currency Swap	120.87	59.53	211.42	111.00	-	-	**502.82**
Total Derivative Liabilities	**120.87**	**59.53**	**211.42**	**111.00**	**-**	**-**	**502.82**

^ Does not include Trade Payables (Current) amounting to Rs. 121.89 crore.

@ Does not include interest thereon

* Excluding Rs. 15.92 crore as prepaid finance charges.

Including Rs. 58.25 crore of Commercial Paper discount.

C. Hedge Accounting

The Group's business objective includes safe-guarding its earnings and foreign currency liabilities against adverse price movements of foreign exchange rates. The Group has adopted a structured risk management policy to hedge this risk within an acceptable risk limit and an approved hedge accounting framework which allows for Cash Flow hedges. Hedging instruments include forward and options as well as non derivative instruments to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of Hedge Accounting

(i) Cash Flow Hedge

Hedging Instrument (Rs. in crore)

Particulars	Nominal Value	Carrying Amount		Changes in FV	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
As at 31st March 2026						
Foreign currency risk						
Derivatives-Currency Swap	465.00	-	175.43	(175.43)	April 2026 to July 2026	Other Financial Liabilities - Current (refer Note 24)
As at 31st March 2025						
Foreign currency risk						
Derivatives-Currency Swap	2 754.81	-	502.82	(502.82)	April 2025 to July 2026	Other Financial Liabilities - Non Current (refer Note 18) & Other Financial Liabilities - Current (refer Note 24)

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

(ii) Hedging Items (Rs. in crore)

Particulars	Nominal Value	Changesin FV	Hedge Reserve	Line Item in Balance Sheet
As at 31st March 2026				
Foreign currency risk				
Highly Probable Revenues	465.00	(175.43)	(30.37)	Other Equity
As at 31st March 2025				
Foreign currency risk				
Highly Probable Revenues	2 754.81	(502.82)	(199.85)	Other Equity

(iii) Movement in cash flow hedge (Rs. in crore)

Particulars	2025-26	2024-25	Line Item in Balance Sheet / Statement of Profit and Loss
At the beginning of the year	**(199.85)**	(338.76)	
Gain/ (loss) recognized in Other Comprehensive Income during the year	**(146.48)**	(38.90)	Items that will be reclassified to Statement of Profit and Loss - Cash Flow Hedge
Amount reclassified to Statement of Profit and Loss during the year	**372.96**	224.53	Items that will be reclassified to Statement of Profit and Loss - Cash Flow Hedge
Income taxes relating to Cash Flow Hedge	**(57.00)**	(46.72)	
At the end of the year	**(30.37)**	(199.85)	Other Comprehensive Income

D. Off-setting financial Instrument

Financial assets and Financial liabilities amounting to Rs. 226.46 crore (Previous Year Rs. 205.97 crore), where Group intends to realise the asset and settle the liability simultaneously, are offset against each other in accordance with Ind AS 1.

40. Enterprises Consolidated as Subsidiary in accordance with Indian Accounting Standard 110 - Consolidated Financial Statements

Name of Enterprise	Country of Incorporation	Proportion of Equity Interest	
		As at 31st March 2026	As at 31st March 2025
Capstone Commodities DMCC*	United Arab Emirates	100%	-
Mineral Ridge Gold LLC*	USA	100%	-

* Company having 31st December as reporting date.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

41. Enterprises Consolidated as Associates and Jointly Controlled Entities in this Consolidated Financial Statements in accordance with Indian Accounting Standard 28 - Investments in Associates and Joint Ventures

Name of Enterprise	Country of Incorporation	Principal Activities	Proportion of Equity Interest	
			As at 31st March 2026	As at 31st March 2025
Nandanbala Commercials Private Limited*	India	Business of Real estates and Property Development, leasing the properties	-	-
Krama Enterprises Private Limited*	India	General Trading	-	-
Starlight Pictures Private Limited*	India	Entertainment Industry	-	-
Humm Info Care Private Limited*	India	Online consultancy services & maintaining data on health topics	-	-
Jamnagar Utilities & Power Private Limited^	India	Generation of Power and Investment Activities	-	-
Aprameya Commercials Private Limited^	India	General Trading	-	-
Amritkalash Commercial LLP	India	Trading, Commission Agent and Holding of Investments	**5.00%**	5.00%
Vaijayanti Commercial LLP	India	Trading, Commission Agent and Holding of Investments	**50.00%**	50.00%
Drishtimohan Commercial LLP	India	Trading, Commission Agent and Holding of Investments	**5.00%**	5.00%

* The Company has subscribed to redeemable preference shares aggregating to Rs. 590.00 crore issued by NCPL, Compulsorily Convertible Debentures ("CCDs") aggregating to Rs. 11,461.00 crore issued by KEPL, Optionally Convertible Debentures ("OCDs") of Rs. 17.50 crore issued by SPPL and Compulsorily Convertible Preference Shares ("CCPSs") of Rs. 4.17 crore issued by Humm Info Care Private Limited (HICPL). In terms of the issue of preference shares, CCDs, OCDs and CCPSs, SPTL has ability to nominate a director on Board of NCPL, KEPL, SPPL and HICPL. Accordingly, NCPL, KEPL, SPPL and HICPL have become Associates of the Company in terms of Ind AS 28 - Investments in Associates and Joint Ventures. However the proportion of equity interest of the Company in NCPL, KEPL, SPPL and HICPL is Nil.

^ ceased to be associate during the year 2025-26.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

42. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprise consolidated as Associates and Jointly Controlled Entities

Name of the Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated Net Assets	Amount (Rs. in crore)	As % of consolidated Profit or Loss	Amount (Rs. in crore)	As % of consolidated Other Comprehensive Income	Amount (Rs. in crore)	As % of consolidated Total Comprehensive Income	Amount (Rs. in crore)
Parent								
Sikka Ports & Terminals Limited (excluding Investment in Subsidiaries, Associates and Jointly Controlled Entities)	100.01	33 983.88	100.28	5 734.22	99.74	411.07	100.25	6 145.29
Subsidiary								
Foreign								
Capstone Commodities DMCC (Consolidated)	0.96	327.87	(0.28)	(15.94)	0.26	1.06	(0.25)	(14.88)
Associates (accounting using equity method)								
Nandanbala Commercials Private Limited	-	-	-	-	-	-	-	-
Krama Enterprises Private Limited	-	-	-	-	-	-	-	-
Starlight Pictures Private Limited	-	-	-	-	-	-	-	-
Humm Info Care Private Limited	-	-	-	-	-	-	-	-
Jointly Controlled Entities (accounting using equity method)								
Amritkalash Commercial LLP	-	-	-	-	-	-	-	-
Vaijayanti Commercial LLP	-	-	-	-	-	-	-	-
Drishtimohan Commercial LLP	-	-	-	-	-	-	-	-
Adjustments due to Consolidation (Elimination)	(0.97)	(329.61)	(0.00)	(0.27)	-	-	(0.00)	(0.27)
Total	**100.00**	**33 982.14**	**100.00**	**5 718.01**	**100.00**	**412.13**	**100.00**	**6 130.14**

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

43. Investment in Associates

Summarised Financial Information for Associates:

The summarised financial information of the Company's investment in Associates is as follows:

Summarised Balance Sheet (Rs. in crore)

	HICPL		SPPL		ACPL	KEPL		NCPL		JUPL
	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2025	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2025
Current Assets	0.43	3.09	13.17	18.54	973.22	14 526.70	13 883.72	8.82	5.85	2 377.40
Current Liabilities	0.43	0.20	1.84	1.91	0.00	0.16	0.00	9.83	10.22	1 017.81
Net Current Assets	**0.00**	**2.89**	**11.33**	**16.63**	**973.22**	**14 526.54**	**13 883.72**	**(1.01)**	**(4.36)**	**1 359.59**
Non-Current Assets	1.32	0.19	7.93	1.94	47.36	2.22	2.22	702.13	695.32	47 286.53
Non-Current Liabilities	-	-	17.50	17.50	950.02	4.36	0.01	713.56	703.55	19 789.29
Net Non-Current Assets	**1.32**	**0.19**	**(9.57)**	**(15.56)**	**(902.66)**	**(2.14)**	**2.21**	**(11.43)**	**(8.23)**	**27 497.24**
Net Assets	**1.32**	**3.08**	**1.76**	**1.07**	**70.56**	**14 524.40**	**13 885.93**	**(12.44)**	**(12.59)**	**28 856.83**

Reconciliation to Carrying Amounts (Rs. in crore)

	HICPL		SPPL		ACPL	KEPL		NCPL		JUPL
	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2025	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2026	As at 31st Mar 2025	As at 31st Mar 2025
Opening Net Assets	3.08	(0.43)	1.07	0.39	39.34	13 885.93	13 329.84	(12.59)	(12.97)	28 520.30
Issue of shares including premium during the year	-	4.83	-	-	-	-	-	-	-	
Profit/(Loss) for the Year	(1.76)	(1.32)	0.69	0.68	31.30	638.47	556.09	0.15	0.38	717.47
Other Comprehensive Income	-	-	-	-	(0.08)	-	-	-	-	(380.95)
Closing Net Assets	**1.32**	**3.08**	**1.76**	**1.07**	**70.56**	**14 524.40**	**13 885.93**	**(12.44)**	**(12.59)**	**28 856.82**
Company's share (in %) (refer Note 41)	-	-	-	-	-	-	-	-	-	-
Company's share	-	-	-	-	-	-	-	-	-	-
Add : Investments	4.17	4.17	17.50	17.50	950.00	11 461.00	11 461.00	590.00	590.00	5 000.00
Carrying amount of Investment	**4.17**	**4.17**	**17.50**	**17.50**	**950.00**	**11 461.00**	**11 461.00**	**590.00**	**590.00**	**5 000.00**

(Rs. in crore)

	HICPL	SPPL	KEPL	NCPL
Summarised Statement of Profit and Loss	**2025-26**	**2025-26**	**2025-26**	**2025-26**
Net Profit for the Year	(1.76)	0.69	638.47	0.15
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income	**(1.76)**	**0.69**	**638.47**	**0.15**
Company's share of Profit in Associate (refer Note 41)	-	-	-	-

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

44. Investment in Jointly Controlled Entities

Summarised Financial Information for Jointly Controlled Entities :

The summarised financial information of the Company's investment in Jointly Controlled Entities are as follows:

(Rs. in crore)

Summarised Balance Sheet	Amritkalash Commercial LLP		Vaijayanti Commercial LLP		Drishtimohan Commercial LLP	
	As at 31st Mar 2026	As at 31st Mar 2025	**As at 31st Mar 2026**	As at 31st Mar 2025	**As at 31st Mar 2026**	As at 31st Mar 2025
Current Assets	2 459.87	2 447.86	1.00	1.00	9 189.59	9 166.66
Current Liabilities	0.00	0.00	0.00	0.00	0.00	0.00
Net Current Assets	**2 459.87**	**2 447.86**	**1.00**	**1.00**	**9 189.59**	**9 166.66**
Non-Current Assets	-	-	-	-	-	-
Non-Current Liabilities	-	-	-	-	-	-
Net Non-Current Assets	**-**	**-**	**-**	**-**	**-**	**-**
Contribution by other Entity on Current Account	(2 458.87)	(2 446.86)	-	-	(9 188.59)	(9 165.66)
Contribution by the Company on Current Account	-	-	-	-	-	-
Net Assets	**1.00**	**1.00**	**1.00**	**1.00**	**1.00**	**1.00**

(Rs. in crore)

Reconciliation to Carrying Amounts	Amritkalash Commercial LLP		Vaijayanti Commercial LLP		Drishtimohan Commercial LLP	
	As at 31st Mar 2026	As at 31st Mar 2025	**As at 31st Mar 2026**	As at 31st Mar 2025	**As at 31st Mar 2026**	As at 31st Mar 2025
Opening Net Assets	1.00	1.00	1.00	1.00	1.00	1.00
Capital Contribution during the year	-	-	-	-	-	-
Profit/(Loss) for the Year	-	-	-	-	-	-
Other Comprehensive Income	-	-	-	-	-	-
Closing Net Assets	**1.00**	1.00	**1.00**	1.00	**1.00**	**1.00**
Company's share (in %)	5%	5%	50%	50%	5%	5%
Company's share	**0.05**	**0.05**	**0.50**	**0.50**	**0.05**	**0.05**
Contribution by the Company on Current Account	-	-	-	-	-	-
Total Company's share	**0.05**	**0.05**	**0.50**	**0.50**	**0.05**	**0.05**

(Rs. in crore)

Summarised Statement of Profit and Loss	Amritkalash Commercial LLP	Vaijayanti Commercial LLP	Drishtimohan Commercial LLP
	2025-26	**2025-26**	**2025-26**
Net Profit for the Year	-	-	-
Other Comprehensive Income	-	-	-
Total Comprehensive Income	**-**	**-**	**-**

45. Other Statutory Information

(a) There are no transactions and balances outstanding with companies struck off under Section 248 of the Companies Act, 2013.

(b) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(c) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(d) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

46. The Company is engaged in the business of providing infrastructural facilities as defined under explanation to section 186 of the Companies Act, 2013 and hence provisions of section 186 of the Companies Act, 2013 are not applicable to the extent exempt under section 186(11).

47. The figures for the previous year as reported have been regrouped/ rearranged wherever necessary, to make them comparable with the current year figures.

48. Approval of Financial Statements

The Consolidated Financial Statements were approved for issue by the Board of Directors on 27th May 2026.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Foreign Currencies in crore

Annexure "A"
Salient Features of Financial Statements of Subsidiaries, Associates & Jointly Controlled Entities as per Section 129(3) of Companies Act, 2013

Part A : Subsidiaries

Name of Subsidiary	**Capstone Commodities DMCC**	**Mineral Ridge Gold LLC**
The date since when subsidiary was acquired	14.07.2025	25.08.2025
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	31.12.2025	31.12.2025
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries^	USD	USD
Share capital	36.79	10.10
Reserves and surplus	(0.17)	7.36
Total assets	37.64	39.33
Total Liabilities	1.02	21.87
Investments	17.60	-
Turnover	-	-
Profit / (Loss) before taxation	(0.17)	(1.63)
Provision for taxation	-	-
Profit / (Loss) after taxation	(0.17)	(1.63)
Proposed Dividend	-	-
Extent of shareholding (in percentage)	100	100

^Exchange Rate as on 31.12.2025 : 1 USD = 89.875 INR

Name of Subsidiaries which are yet to commence operations :
Mineral Ridge Gold LLC

Name of the Subsidiaries which have ceased to be subsidiaries/liquidated/sold during the year :
None.

Notes to the Consolidated Financial Statements for the year ended 31st March 2026

Part B : Associates and Jointly Controlled Entities

Name of Associates / Joint Controlled Entities	Latest Balance Sheet Date	The date on which the Associates or Jointly Controlled Entities were associated	Shares of Associates / Jointly Controlled Entities held by the company on the year end			Net-worth attributable to Shareholding as per latest Balance Sheet (Rs. in crore)	Profit / (Loss) for the year		Description of how there is Significant Influence	Reason why the Associates / Jointly Controlled Entities are not consolidated
			No.	Amount of Investment in Associates / Joint Controlled Entities (Rs. in crore)	Extent of Holding%		Considered in Consolidation (Rs. in crore)	Not Considered in Consolidation (Rs. in crore)*		
Nandanbala Commercials Private Limited (NCPL)	31.03.2026	11.03.2022	59 00 00 000	590.00	-	-	-	-	Refer Note 1 below	-
Krama Enterprises Private Limited (KEPL)	31.03.2026	21.03.2023	11 46 100	11 461.00	-	-	-	-	Refer Note 1 below	-
Starlight Pictures Private Limited (SPPL)	31.03.2026	01.04.2023	2 50 00 000	17.50	-	-	-	-	Refer Note 1 below	-
Humm Info Care Private Limited (HICPL)	31.03.2026	09.08.2024	1 192	4.17	-	-	-	-	Refer Note 1 below	-
Amritkalash Commercial LLP (ACL)#	31.03.2026	27.12.2019	-	0.05	5.00%	0.05	-	-	Refer Note 2 below	-
Vaijayanti Commercial LLP (VCL)#	31.03.2026	17.03.2021	-	0.50	50.00%	0.50	-	-	Refer Note 2 below	-
Drishtimohan Commercial LLP (DCL)#	31.03.2026	30.03.2021	-	0.05	5.00%	0.05	-	-	Refer Note 2 below	-

*refer Note 41

Share held by the Company on the year end as well as Net-worth Attributable to Shareholding as per the latest Balance Sheet does not include Partner's Contribution to the current account of the LLPs.

Note 1 : Significant influence due to ability of the Company to participate in the management of the NCPL, KEPL, SPPL and HICPL.

Note 2 : Significant influence due to voting rights in ACL, VCL and DCL.

The above statement also indicates performance and financial position of each of the Associates and Jointly Controlled Entities.

Name of the Associate or Jointly Controlled Entities which is yet to commence operations

None

Name of the Associate or Jointly Controlled Entity which have ceased to be Associate / Jointly Controlled Entity / liquidated / sold during the year

Aprameya Commercials Private Limited and Jamnagar Utilities & Power Private Limited ceased to be Associate during the year 2025-26.

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
(Registration No. 101720W / W100355)

Lalit R. Mhalsekar
Partner
Membership No. 103418

Dated : 27th May 2026

For and on behalf of the Board

Sanjeev Dandekar
Director
DIN: 00022797

Samir Patel
Director
DIN: 09487366

Kozhumam Chandrasekar Ganesh
Director
DIN: 09390886

Venkataramanan Devarajan
Director
DIN: 07749448

Mohana Venkatachalam
Director
DIN: 08333092

Jyothi Menon
Director
DIN: 09484769

Ritesh Shiyal
Chief Financial Officer

Suresh Subramaniam
Manager

Forum Sheth
Company Secretary