

**Date: 5<sup>th</sup> August, 2023**

The Manager, Listing Department,  
**National Stock Exchange of India Limited**  
"Exchange Plaza", C - 1, Block G,  
Bandra –Kurla Complex, Bandra(East),  
Mumbai– 400051 MH IN  
**NSE Script Code - MMP**

**Subject: Compliance under Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following:-

- i. Notice to the Shareholders to convene the 50th Annual General Meeting (AGM) scheduled on Saturday, August 26, 2023 at 11:00 p.m. IST through Video Conferencing (WC') / Other Audio Visual Means ('OAVM'); and
- ii. The Annual Report for the Financial Year 2022-2023 including the Business Responsibility and Sustainability Report for the Financial Year 2022-2023.

The Notice of 50th AGM and the Annual Report for the year ended March 31, 2023 are also available on the website of our Company, [www.mmpil.com](http://www.mmpil.com).

Please take the above information on record.

**For MMP Industries Limited**

ARUN  
RAGHUVIRRAJ  
J BHANDARI

Digitally signed by  
ARUN RAGHUVIRRAJ  
BHANDARI  
Date: 2023.08.04  
12:19:21 +05'30'

**Arun Raghuvirraj Bhandari**  
Chairman & Managing Director

***Encl: As Above.***



# **MMP Industries Limited**

**50<sup>th</sup> ANNUAL REPORT 2022-23**



## **Board of Directors**



***Mr. ARUN RAGHUVIRRAJ BHANDARI***  
*Chairman & Managing Director*



***Mr. SUNIL KHANNA***  
*Non-executive, Independent Director*



***Mrs. SUDHA SUKESH GANDHI***  
*Non-executive, Independent Director*



***Mr. VIJAY SINGH BAPNA***  
*Non-executive, Independent Director*



***Mr. SANJAY SACHETI***  
*Non-executive, Independent Director*



***Mr. KARAN YUDHISHTIR VARMA***  
*Non-executive, Independent Director*



***Mr. LALIT BHANDARI***  
*Whole-time Director*



***Mr. MAYANK BHANDARI***  
*Non-executive, Director*



***Mr. TENNETI NARASIMHAM MURTHY***  
*Whole-time Director*

## **CORPORATE INFORMATION**

<b>BOARD OF DIRECTORS</b>	Mr. ARUN RAGHUVeer RAJ BHANDARI DIN: 00008901 Chairman & Managing Director
	Mr. MAYANK BHANDARI DIN: 01176865 Non-executive Director
	Mr. KARAN YUDHISHTIR VARMA DIN: 06923525 Non-executive, Independent Director
	Mrs. SUDHA SUKESH GANDHI DIN: 06611145 Non-executive, Independent Director
	Mr. VIJAY SINGH BAPNA DIN: 02599024 Non-executive, Independent Director
	Mr. SUNIL KHANNA DIN: 00907147 Non-executive, Independent Director
	Mr. LALIT RANJEET RAJ BHANDARI DIN: 00010934 Whole-time Director
	Mr. TENNETI NARASIMHAM MURTHY DIN: 08342116 Whole-time Director
<b>CHIEF FINANCIAL OFFICER</b>	CA SHARAD MOHANLAL KHANDELWAL
<b>COMPANY SECRETARY</b>	CS MADHURA UBALE
<b>STATUTORY AUDITORS</b>	M/s. MANISH N. JAIN & CO., CHARTERED ACCOUNTANTS, NAGPUR
<b>SECRETARIAL AUDITOR</b>	M/s. VAIBHAV JACHAK & CO., COMPANY SECRETARIES, NAGPUR
<b>COST AUDITORS</b>	M/s. KHANUJA PATRA & ASSOCIATES, COST ACCOUNTANTS, NAGPUR
<b>INTERNAL AUDITORS</b>	M/s NITIN ALSHI AND ASSOCIATES, CHARTERED ACCOUNTANTS, NAGPUR
<b>BANKERS</b>	AXIS BANK LIMITED ICICI BANK LIMITED CITIBANK, N.A.
<b>REGISTERED OFFICE</b>	211, SHRI MOHINI, 345, KINGSWAY, NAGPUR – 440 001, MH – IN
<b>CORPORATE OFFICE</b>	B-24, HINGNA MIDC AREA, HINGNA, NAGPUR – 440 016, MH – IN
<b>WORKS</b>	UNIT 1: MMP Industries Limited, Village Maregaon, Post Shahapur, Dist. Bhandara – 441906, MH, IN. UNIT 2: H. M. Engineering (I & II), B-16/2 and B-16/6, MIDC Butibori, Nagpur - 441122, MH, IN. UNIT 3: Mars Industries, Village Neri, P.O. Warthi, Tah. Mohadi, Dist. Bhandara – 441905, MH, IN. UNIT 4: NPM Industries, B-28, MIDC area, Hingna Road, Digdoh, Hingna, Nagpur - 440016, MH, IN. UNIT 5: MMP Industries Limited, Plot No. D-15/2 & D-16, MIDC Umred, Umred 441203, MH, IN.
<b>WEBSITE</b>	www.mmpil.com
<b>REGISTRAR &amp; SHARE TRANSFER AGENT</b>	BIGSHARE SERVICES PRIVATE LIMITED, MUMBAI

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# **MMP INDUSTRIES LIMITED**

Corporate Identification Number (CIN) – L 32300 MH 1973 PLC 030813

Registered Office: 211, Shri Mohini, 345, Kingsway, Nagpur – 440001, MH, IN

Tel No.: +91 712 2533 585 Fax No.: +91 712 2530 461

E-mail: [companysecretary@mmpil.com](mailto:companysecretary@mmpil.com); Website: [www.mmpil.com](http://www.mmpil.com)

## **NOTICE**

NOTICE is hereby given that the Fiftieth (50<sup>th</sup>) Annual General Meeting of the Shareholders (Members) of MMP Industries Limited will be held on Saturday, 26th day of August 2023 at 11.00 A.M. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility, to transact the following business: -

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the year 2022-23 ended 31<sup>st</sup> March 2023, comprising of the Balance Sheet as at 31<sup>st</sup> March 2023, Statement of Profit & Loss and Statement of Cash Flow for the year 2022-23 ended 31<sup>st</sup> March 2023, together with the Report of the Statutory Auditors and Board's Report thereon.
2. To declare a final dividend of Re. 1/- per equity share for the year ended March 31, 2023.
3. To appoint a Director in place of Mr. Mayank Bhandari, (DIN - 01176865), [Category – Non-Executive], who retires by rotation and, being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS**

4. **To Approve Continuation Of Mr. Vijay Singh Bapna (Din: 02599024) As A Non-Executive Independent Director Beyond The Age Of 75 Years**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the "Applicable Laws") approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr. Vijay Singh Bapna (DIN: 02599024) as Non-executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till Annual General Meeting of Financial Year 2025-26.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

5. **To Approve Continuation Of Mr. Karan Varma (Din: 06923525) As A Non-Executive Independent Director Beyond The Age Of 75 Years**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the "Applicable Laws") approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr. Karan Varma (DIN: 06923525) as Non-executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till Annual General Meeting of Financial Year 2025-26.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

6. **Ratification of Remuneration of Cost Auditors of the Company**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the

Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof, for the time being in force), M/s Khanuja Patra & Associates, Cost Accountants, Nagpur [Firm Registration No. 00214], whose appointment as the Cost Auditors of the Company, for the financial year 2023-24 ending 31<sup>st</sup> March 2024, has been duly approved by the Board of Directors based on the recommendations of the Audit Committee of the Company, be paid a sum Rs.60,000/- (Rupees Fifty Thousand) only plus applicable tax (GST) and reimbursement of actual out of pocket expenses, if any, as a remuneration for audit of cost records of the Company for the financial year 2023-24 ending 31<sup>st</sup> March 2024, as recommended by the Board of Directors based on the recommendations of the Audit Committee of the Company, be and are hereby ratified.”

**MMP Industries Limited**  
**CIN L32300MH1973PLC030813**  
211, Shrimohini, 345, Kingsway  
Nagpur - 440001, MH, IN

**By Order of the Board**  
**Madhura Ubale**  
**CS & Compliance Officer**

**Place: Nagpur**  
**Date: 29<sup>th</sup> July 2023**

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**NOTES:-**

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular no. 10/2022 dated 28th December, 2022 and other relevant circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time read with circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated January 05, 2023 and other relevant circulars issued by the Securities and Exchange Board of India (“SEBI”), from time to time (hereinafter collectively referred to as “the Circulars”), Companies are allowed to hold AGM through Video Conference (“VC”) or Other Audio Visual Means (“OAVM”) upto September 30, 2023 without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of the AGM venue are not annexed to this notice.
2. As the AGM shall be conducted through VC / OAVM, physical attendance of members is not required and the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. Corporate members intending to send their authorised representatives to attend the AGM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy (in PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. authorising its representatives to attend the AGM, by e-mail to [companysecretary@mmpil.com](mailto:companysecretary@mmpil.com).
4. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4 to 6 of the Notice is annexed hereto. The relevant details pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of Directors seeking appointment/re- appointment at this AGM are also annexed. Mr. Arun Raghuvirraj Bhandari, Mr. Mayank Arun Bhandari are relatives of each other as defined under Section 2(77) of the Companies Act, 2013.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before & after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The detailed instructions for joining the Meeting through VC/OAVM forms part of this notes.
6. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board or governing body Resolution / Authorisation etc., authorising their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-Voting. The said Resolution / Authorisation shall be sent to the Scrutiniser by e-mail on its registered e-mail address to [cshelpdesk09@gmail.com](mailto:cshelpdesk09@gmail.com), [csvaibhavj@gmail.com](mailto:csvaibhavj@gmail.com) with a copy marked to [companysecretary@mmpil.com](mailto:companysecretary@mmpil.com).

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In line with aforementioned MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report 2022-23 is being sent only through e-mail, to those Members whose e-mail addresses are registered with the Company/ Registrar & Share Transfer Agent (RTA)/ Depository Participant/ Depositories. The Notice convening the 50<sup>th</sup> AGM has been uploaded on the website of the Company at [www.mmpil.com](http://www.mmpil.com) and may also be accessed from the relevant section of the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com).
9. Record Date, Book Closure and Dividend:
  - a) The Company has fixed **Friday, 18<sup>th</sup> August 2023** as the ‘**Record Date**’ for determining entitlement of members to dividend for the financial year ended 31<sup>st</sup> March, 2023, if approved at the AGM.
  - b) The Register of Members and the Share Transfer Books of the Company will be closed from Monday, 21<sup>st</sup> August 2023 to 25<sup>th</sup> August 2023 (both days inclusive).
  - c) If the dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made within 30 days from the date of AGM as under:
    - i. To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited (“NSDL”) and the Central Depository Services (India) Limited (“CDSL”), collectively “Depositories”, as of end of day on **Friday, 18<sup>th</sup> August 2023**;
10. Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their PAN with the Depository Participant (if shares held in electronic form) and Company / RTA (if shares held in physical form). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by e-mail to [companysecretary@mmpil.com](mailto:companysecretary@mmpil.com) / [tds@bigshareonline.com](mailto:tds@bigshareonline.com) by 11:59 p.m. IST on 18<sup>th</sup> August, 2023. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to [companysecretary@mmpil.com](mailto:companysecretary@mmpil.com) / [tds@bigshareonline.com](mailto:tds@bigshareonline.com). The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on 18<sup>th</sup> August, 2023
11. Members are also requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc. to Registrar/respective DPs as may be applicable.
12. Updation of bank mandate for receiving dividends directly in bank account through Electronic Clearing System or any other electronic means in a timely manner:
  - a. **Shares held in electronic form:** Members may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective Depository Participants (DP).
12. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before 18<sup>th</sup> August, 2023 through e-mail on [companysecretary@mmpil.com](mailto:companysecretary@mmpil.com). The same will be replied by the Company suitably.
13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.



**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- i. The voting period begins on Wednesday, 23<sup>rd</sup> August, 2023 at 9.00 a.m, and ends on Friday, 25<sup>th</sup> August, 2023 at 5.00 p.m.. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</li> </ol>

Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - o Shareholders holding shares in **CDSL demat account** should enter **16 Digit Beneficiary ID** as user id.
  - o Shareholders holding shares in **NSDL demat account** should enter **8 Character DP ID followed by 8 Digit Client ID** as user id.
  - o Shareholders holding shares in **physical form** should enter **Event No + Folio Number** registered with the Company as user id.

*Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.  
**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

*(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).*

#### **Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

### **3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.

*(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).*

#### **Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

#### **Investor Mapping:**

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - o Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - o Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- o Your investor is now mapped and you can check the file status on display.

**Investor vote File Upload:**

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

**Helpdesk for queries regarding e-voting:**

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

**Procedure for joining the AGM/EGM through VC/ OAVM:**

**For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “**VC/OAVM**” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

**The instructions for Members for e-voting on the day of the AGM/EGM are as under:-**

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

**Helpdesk for queries regarding virtual meeting:**

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to [ivote@bigshareonline.com](mailto:ivote@bigshareonline.com) or call us at: 1800 22 54 22.

**Explanatory Statement under Section 102 of Companies Act, 2013****Item No. 4 and 5:-**

Mr. Vijay Singh Bapna was appointed as an Independent Non-Executive Director of the Company by the members at the 48th Annual General Meeting of the Company held on 15th September, 2021 for a period of five consecutive years till conclusion of Annual General Meeting for Financial Year 2025-26.

Mr. Karan Varma, who also holds position of Independent Director in company till Annual General Meeting of FY 2024-25.

In terms of Regulation 17(1A) of SEBI Listing Regulations, effective from 1st April, 2019 consent of members by way of special resolution is required for appointment or continuation of directorship of

Independent Non-Executive Director, beyond the age of 75 years.

Further, Mr. Vijay Singh Bapna and Mr. Karan Varma will attain the age of 75 years with effect from 28<sup>th</sup> August, 2023 and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current term till Financial Year 2025-26.

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Vijay Singh Bapna and Mr. Karan Varma as Independent Directors. Accordingly, the Board recommends passing of the Special Resolution in relation to continuation of directorship of Mr. Vijay Singh Bapna as an Independent Director till the expiry of the current term till 2025-26, And Mr. Karan Varma till end of Financial Year 2024-26 for the approval by the shareholders of the Company.

None of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in this Resolution.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for approval of the Members.

**Item No. 06****Ratification of Remuneration of Cost Auditors of the Company**

On recommendations of the Audit Committee, the Board of Directors of the Company, at its meeting held on 29<sup>th</sup> July 2023, approved and appointed, M/s Khanuja Patra & Associates, Cost Accountants, Nagpur [Firm Registration No. 00214] as the Cost Auditors of the Company for the FY 2023-24 ending 31st March 2024 to audit the cost records of the Company at a remuneration of Rs. 60,000/- (Rupees Sixty Thousand) Only, plus applicable tax (GST) and reimbursement of actual out of pocket expenses, if any.

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended), the remuneration as recommended by the Board of Directors, is subject to ratification by the Shareholders (Members) of the Company. None of the Director/s, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Accordingly, the Board of Directors of the Company recommends the Ordinary Resolution for ratification of the Shareholders (Members) in the interest of the Company.

**MMP Industries Limited**  
**CIN L32300MH1973PLC030813**  
211, Shrimohini, 345, Kingsway  
Nagpur - 440001, MH, IN

**Place: Nagpur**  
**Date: 29<sup>th</sup> July 2023**

**By Order of the Board**  
**Madhura Ubale**  
**CS & Compliance Officer**



**Details of Director/s seeking appointment / re-appointment at the Fiftieth (50<sup>th</sup>) Annual General Meeting of the Company**

[Pursuant to Regulations 26(4) and 36(6) of the SEBI Listing Regulations and Secretarial Standards on General Meeting]

**BRIEF PROFILE OF DIRECTORS**

<b>Name of Director &amp; DIN</b>	<b>Mr. Mayank Arun Bhandari, DIN – 01176865</b>	<b>Mr. Vijay Singh Bapna [DIN – 02599024]</b>	<b>Mr. Karan Varma (DIN: 06923525)</b>
Brief Resume	Mr. Mayank Arun Bhandari. He holds a Master 's degree in Manufacturing Engineering from the University of Warwick, England. He has experience of about 16 years in Aluminium Powders and Paste business, with specific area as Project Management.	Mr. Vijay Singh Bapna, is Non-executive, Independent Director of the Company, He holds the Fellow Membership of the Institute of Chartered Accountants of India (ICAI) and a Member of the Institute of Directors, New Delhi. He has over 48 years of industry leadership experience, by holding various top level position/s, like President, CEO and Board Membership including Whole-time Directorship, for more than 27 years with the Companies in India, Thailand, Canada and USA like Aditya Birla Group, Reliance Petroleum, Balco (Vedanta Group), Indorama Petrochem (Bangkok), Welspun Resource (Australia), Essar Steel Algoma (Canada), Essar Steel Minnesota (USA) Ispat Industries (Now JSW Steel), Welspun Maxsteel Limited, Welspun Steel Limited and Remi Metal Gujarat Limited.	Karan Varma, aged 74 years, is a Non-executive, Independent Director of the Company. He is qualified as a Graduate. He has experience of about 50 years in various fields such as sales, service and administration. He has been on Board since 6th September 2014. He is a Chairman of Stakeholders' Relationship Committee; and a Member of Audit Committee and Corporate Social Responsibility (CSR) Committee of the Company. He is not holding any equity shares in the capital of the Company.
Date of Birth / Age	23rd August 1984, 38 years	28 <sup>th</sup> August 1948/ 74 years	28 <sup>th</sup> August 1948/ 74 years
Date of First Appointment	27th October 2021	7 <sup>th</sup> May 2018	
Expertise in specific functional area	Functional expertise in operations, plant management, administration. He has wide experience in Aluminium Powders and Paste business with specific area as Project Management	Professional (Accounts, Audit, Finance and Taxation)	
Qualification	M.Sc. Engineering Business Management	Chartered Accountant	B.Com, Diploma in Mech. Engg.
Shareholding in the Company	2.23% (565438 Equity Shares of Rs. 10/- each)	NIL	NIL
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Son of Mr. Arun Raghuvirraj Bhandari, Chairman & Managing Director of the Company. Nephew of Mr. Lalit Bhandari, Whole-time Director of the Company	Not related to any Director, Manager and other Key Managerial Personnel of the Company	Not related to any Director, Manager and other Key Managerial Personnel of the Company

No. of Board Meeting attended during the Financial Year 2022-2023	Four (4)	Five (5)	
Name of the other Companies / LLP in which Director/ Partner	1. Star Circlips & Engineering Limited 2. Toyal MMP India Private Limited 3. Mayank Fasteners Private Limited 4. Star Autoplast Private Limited	1. Global Education Limited 2. Lagnam Spintex Limited 3. Usha Martin Limited 4. AVA Consulting LLP	NA
Chairman / Member of the Committee of Board of Directors of the Company or of Other Listed Company	MMP Industries Limited Audit Committee - Member Share Transfer Committee – Member	<b><u>MMP Industries Limited</u></b> 1. Audit Committee (Chairman) 2. Nomination and Remuneration Committee (Member) <b><u>Lagnam Spintex Limited</u></b> 1. Stakeholders' Relationship Committee (Chairman) 2. Nomination and Remuneration Committee (Member) 3. Corporate Social Responsibility (CSR) Committee (Member)	<b><u>MMP Industries Limited</u></b> CSR Committee (Member)

## BOARD'S REPORT

To

**The Shareholders (Members) of MMP Industries Limited**

The Board of Directors of the Company hereby present the Fiftieth (50<sup>th</sup>) Annual Report together with the Audited Financial Statements (Standalone and Consolidated) of the Company for the year 2022-23.

**1. COMPANY SPECIFIC INFORMATION****1.1 FINANCIAL SUMMARY AND HIGHLIGHTS**

The summarized financial results (standalone) of the Company are as follows:-

PARTICULARS	FY 2022-23	FY 2021-22
	(Rupees in Lakhs)	
<b>Revenue from Operations (Gross)</b>	<b>53829.03</b>	<b>44826.01</b>
Other Income	58.94	46.86
<b>Profit / loss before Depreciation, Finance Costs, Exceptional Items and Tax Expenses</b>	<b>3585.10</b>	<b>4240.35</b>
Less: Depreciation / Amortization / Impairment	685.19	632.30
<b>Profit / loss before Finance Costs, Exceptional items and Tax Expense</b>	<b>2899.91</b>	<b>3608.05</b>
Less: Finance Costs	446.44	363.22
Profit / loss before Exceptional items and Tax Expense	2453.47	3244.83
Add/(less): Exceptional items	-	-
<b>Profit / loss before Tax Expense</b>	<b>2453.47</b>	<b>3244.83</b>
Less: Tax Expense (Current & Deferred)	603.35	806.14
<b>Profit / loss for the year (1)</b>	<b>1850.12</b>	<b>2438.69</b>
Total Comprehensive Income / loss (2)	(18.15)	10.43
<b>Total (1+2)</b>	<b>1831.97</b>	<b>2449.12</b>
Balance carried forward	1831.97	2449.12

During FY 2022-23, the total revenue from operations was at Rs. 53,829.03 Lakhs as against Rs. 44826.01 Lakhs during FY 2021-22. Revenue from operations during FY 2021-22 increase by 20% compared to the FY 2020-21. Revenue from foil division in FY 2022-23 increase to Rs. 11,275.16 Lakhs in comparison with previous year of Rs 8,041.71 Lakhs.

During FY 2022-23 under review, the share of profits from the associate companies was Rs.281.94 lakhs as compared to profit of Rs. 459.91 in FY 2021-22.

**1.2 AMOUNT, IF ANY, WHICH THE BOARD PROPOSES TO CARRY TO ANY RESERVES - TRANSFER TO RESERVES (BALANCE SHEET)**

The sum/s transferred to reserves and surplus (balance sheet) account/s viz., Capital Reserve (Special Capital Incentives), Securities Premium, Retained Earnings, and closing balance/s thereof as at 31<sup>st</sup> March 2023 (FY 2022-23) [Previous Year FY 2021-22) is as follows:-

Sr. No.	Particulars	FY 2022-23	FY 2021-22
		Amount in Rupees (Lakhs)	
<b>1.</b>	<b>Capital Reserve</b>		
	a. Opening Balance	40.32	40.32
	b. (Add) Additions during the year	--	--
	c. (Less) Transferred during the year	--	--
	<b>Closing Balance</b>	<b>40.32</b>	<b>40.32</b>

<b>2.</b>	<b>Securities Premium</b>		
	a. Opening Balance	<b>6789.49</b>	<b>6789.49</b>
	b. Addition during the reporting period	--	--
	c. Expenses for Issue of Bonus Shares	--	--
	d. Expenses for Issue	--	--
	<b>Closing Balance</b>	<b>6789.49</b>	<b>6789.49</b>
<b>3.</b>	<b>Retained Earnings</b>		
	a. Opening Balance	<b>10121.48</b>	<b>10121.48</b>
	b. (Add) Net Profit for the year	<b>2438.69</b>	<b>2438.69</b>
	c. (Add) Re-measurement of benefit of defined benefit plans (Net)	--	--
	d. Expenses for Increase in Authorized Share Capital	--	--
	<b>Closing Balance</b>	<b>12560.17</b>	<b>12560.17</b>
<b>4.</b>	<b>Remeasurement of Defined Benefit Plans</b>		
	Opening Balance	<b>24.52</b>	<b>24.52</b>
	(Add) Net Profit for the year	--	--
	(Add) Re-measurement of benefit of defined benefit plans (Net)	<b>10.43</b>	<b>10.43</b>
	Expenses for Increase in Authorized Share Capital	--	--
	<b>Closing Balance</b>	<b>34.95</b>	<b>34.95</b>

### 1.3 DIVIDEND

As per the Dividend policy of the company and considering the profitability and financial position of the company and with a view to reward its Members for showing faith in the management, the Board of Directors recommended its maiden Final Dividend @ 10% i.e., Re. 1/- per equity share of face value of Rs. 10/- each, subject to approval by the Shareholders at the ensuing 50<sup>th</sup> Annual General Meeting, the said dividend pay-out is in compliance with the applicable Secretarial Standard -3 (SS-3) on Dividend issued by the Institute of Company Secretaries of India (ICSI).

### 1.4 MAJOR EVENTS OCCURRED DURING THE YEAR

#### a) STATE OF COMPANY'S AFFAIRS

The overall performance of the respective division/s of the Company during the FY 2022-23 are provided hereunder: -

#### ALUMINIUM POWDERS

The revenue for the segment in the FY 2022-23 was Rs. 38,243.79 Lakhs (up 10% over the revenue of Rs. 34,669.83 Lakhs in FY 2021-22).

#### ALUMINIUM FOILS

The revenue for the segment in the FY 2022-23 was Rs. 11,275.16 Lakhs significant up over the revenue of Rs. 8042.32 Lakhs in FY 2021-22.

#### ALUMINIUM CONDUCTORS & CABLES

The revenue for the segment in the FY 2022-23 was Rs. 4043.29 Lakhs up over the revenue of Rs. 1868.23 Lakhs of FY 2021-22.

#### FUTURE PLANS / PROSPECTS:-

#### (A) ALUMINIUM POWDERS

The market for all segments remains positive and robust. Revenue growth of 10-12% (in line with construction, mining/infra and agriculture growth) is expected during FY 24. This growth could well be exceeded as infra expenditure increases in the pre election year as well as the government's target of 1 billion tons coal mining in this year.

The new capacity of 1500 MTPA of pyro and flake powders is expected to be fully commissioned in early H2 and expect full utilisation by Q4 FY24.

A new investment for producing high margin export grades of leafing powders and pellets is currently under implementation and expected to be commissioned in Q4 FY24. This market segment is also growing well in the domestic market.

The uptick in exports is likely to be maintained with 20% growth. Our trusted and valued collaborator AVL Metal Powders, Belgium have recently expressed their interest in assisting in the development of special powder grades which they want us to produce. This is a new opportunity which is likely to open up during H2 FY24. In anticipation, the company has already planned to install another pyro and flake capacity of 1800 MTPA as a preparation for FY 2024-25.

## **(B) ALUMINIUM FOILS**

The commissioning of new rolling mill from mid Q2 will result in addition of new product portfolio (SRC, Lidding and glassine paper). This will also more than double the capacity, bringing in economies of scale.

India's two biggest pharma companies viz Sun Pharma and Aurobindo Pharma have already started sales in a small way and we expect a long term strategic cooperation in the coming months for sustained bulk business. This will result in utilisation of large part of conversion and value added printing capacity and realise our vision of becoming the preferred vendor to major pharma.

The business with the existing pharma customers is likely to grow very well when the demand comes back. There is continuing effort to bring other major pharma in our fold.

In view of the above the company has planned to increase the printing capacity immediately with a nominal investment.

The company expects revenue growth in excess of 25% from foil business in FY24.

## **(C) ALUMINIUM CONDUCTORS & CABLES**

The market for both segments has shown a remarkable demand upswing. The company expects a 150% rise in revenues and considerably increased margins with a bigger proportion of value added cable sales. Market sources have regularly highlighted a sustained demand pattern continuing for next 2 to 3 years.

With shortage in cable producing capacity of correct product mix we have already ordered a new machine for commissioning during Q3 FY24.

## **b) CHANGE IN NATURE OF BUSINESS**

During the FY 2022-23 under review, the Board of Directors, though exploring addition to existing business and commercial activities, had neither been explored any change in nature of business and commercial activities for the Company nor there is a change in nature of business and commercial activities of the Company. As such, no specific details regarding change in nature of business activities are required to be given or provided.

## **d) MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY HAVING OCCURRED SINCE THE END OF THE YEAR AND TILL THE DATE OF THE REPORT**

During the FY 2022-23 under review, there are no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relates and the date of this report. As such, no specific details are required to be given or provided.

## **1.5 DETAILS OF REVISION OF FINANCIAL STATEMENT OR THE REPORT**

There is no occasion whereby the Company has either revised or required to revise the Financial Statement or the Board's Report of the Company for any period prior to the FY 2021-22. As such, no specific details are required to be given or provided.

## **2. GENERAL INFORMATION**

### **OVERVIEW OF THE INDUSTRY**

The details discussion on the overview of the industry is covered under Management Discussion and Analysis which forms part of this report

### **ECONOMIC OUTLOOK**

The details discussion on the Global Economic outlook is covered under Management Discussion and Analysis which forms part of this report



### 3. CAPITAL AND DEBT STRUCTURE

During the FY 2022-23 under review, there was no change in the capital structure of the Company. The existing capital Structure of the Company is as follows:

Particulars	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2022
	Amount (Rupees in Lakhs)	
<b>Authorised Share Capital</b> 26000000 (26000000) Equity Shares of Rs. 10/- (Rupees Ten) each	2600.00	2600.00
<b>Issued, Subscribed and Paid-Up Share Capital</b> 25402613 (25402613) Equity Shares of Rs. 10/- (Rupees Ten) each	2540.26	2540.26

Further, the Company has neither issued any convertible or non-convertible securities, debentures, bonds, warrants, shares with differential voting rights as to dividend, voting or otherwise, nor issued or granted ESOP, stock option, sweat equity during the FY 2022-23.

### 4. CREDIT RATING OF SECURITIES

During the FY 2022-23 under review, the Company has neither issued nor required to obtain credit rating of its securities. As such, no specific details are required to be given or provided.

#### CREDIT RATING FOR DEBT

CRISIL in their review for total credit facilities, has maintained the credit rating of the Company that of the previous year. The details of credit rating assigned to the Company for its credit facilities are given below: -

Credit Facilities	Credit Rating
Long-Term Rating	CRISIL BBB+/Stable
Short-Term Rating	CRISIL A2

### 5. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the FY 2022-23 under review, there were no amount/s which is required to be transferred to the Investor Education and Protection Fund by the Company. As such, no specific details are required to be given or provided.

### 6. MANAGEMENT

#### 6.1 DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

The changes amongst the Director/s including Executive Director/s and Key Managerial Personnel during the period are as follows:-

##### (A) CHANGES AMONGST THE PROMOTER DIRECTOR/S

There were no changes took place amongst the Promoter, Director/s of the Company during the FY 2022-23.

##### (B) CHANGES AMONGST THE EXECUTIVE DIRECTOR/S

There were no changes took place amongst the Non-Promoter, Executive Director/s of the Company during the FY 2022-23.

##### (C) CHANGES AMONGST KEY MANAGERIAL PERSONNEL (KMP)

Mr. Rakesh Kanzode has resigned from the office Company Secretary cum Compliance officer of the Company with effect from 27<sup>th</sup> May 2023 and Ms. Madhura Ubale is appointed as Company Secretary cum Compliance officer of the Company with effect from 1<sup>st</sup> June, 2023.

As such, Mr. Arun Raghuvirraj Bhandari, [DIN – 00008901], Managing Director, [Category – Promoter & Executive], Mr. Lalit Bhandari, [DIN – 00010934], Whole-time Director, [Category – Promoter & Executive], Mr. Tenneti Narasimham Murthy, [DIN – 08342116], Whole-time Director, [Category – Non-Promoter & Executive], Mr. Mayank Arun Bhandari, [01176865] Additional Director (Category – Promoter, Non-Executive), CA Sharad Mohanlal Khandelwal, Chief Financial Officer of the Company, continued to act as the Key Managerial Personnel (KMP) of the Company, pursuant to the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended).

**(D) DIRECTOR RETIREMENT BY ROTATION**

Pursuant to the provisions of Section 152 of Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (as amended), Mr. Mayank Bhandari, [DIN – 01176865], Whole-time Director, [Category – Promoter & Non-Executive], of the Company, retires by rotation and being eligible, offers himself for re-appointment. The Board recommends his re-appointment as a Director [Category –Promoter & Non-Executive] of the Company, in the interest of the Company.

The Company has received the self-declaration/s from all the Executive Director/s of the Company, to the effect that he (i) was or is not disqualified from being appointed and/or continued to act, as a Director of the Company in terms of the provisions of Section 164 of the Companies Act, 2013; and (ii) was or is not debarred from holding the office of a Director pursuant to any order of the SEBI or such other authority in terms of SEBI's Circular No. LIST/COMP/14/2018-19 dated 20th June 2018 on the subject "Enforcement of SEBI Orders regarding appointment of Directors by listed companies"

The information (details) of Director/s of seeking appointment / re-appointment at the Fiftieth (50<sup>th</sup>) Annual General Meeting of the Company, pursuant to Regulation 26(4) and 36(6) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) is annexed to the Notice convening the Forty-Ninth (50<sup>th</sup>) Annual General Meeting of the Company].

**6.2 INDEPENDENT DIRECTORS****CHANGES AMONGST THE INDEPENDENT DIRECTOR/S**

Mr. Karan Varma [DIN - 06923525] and Mr. Vijay Singh Bapna [DIN- 02599024] has been appointed as a Director [Category - Non-executive, Independent] for a Second fixed term of consecutive Five (5) years i.e., However, They are crossing age of 75years w.e.f. 28th August, 2023, and as per Regulation 17A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a special resolution is proposed to be passed for continuation of his Directorship in the company in ensuing Annual General Meeting.

Except the above, there is no change in the composition of the Board of Directors of the Company during the period under review and accordingly, the Director/s namely, Mr. Sanjay Sacheti [DIN: 00271310], Mr. Karan Yudhishtir Varma, [DIN – 06923525], Mrs. Sudha Sukesh Gandhi, [DIN – 06611145], Mr. Vijay Singh Bapna, [DIN – 02599024] and Mr. Sunil Khanna, [DIN – 00907147], are continued as the Director/s [Category - Non-executive, Independent] of the Company.

**6.3 DECLARATION BY INDEPENDENT DIRECTORS AND STATEMENT ON COMPLIANCE OF CODE OF CONDUCT**

The Company has received the self-declaration/s from all the Independent Director/s of the Company, to the effect that he / she (i) meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ["Listing Regulations"] and also, duly complied with Code of Conduct prescribed in Schedule IV to the Act; (ii) was or is not disqualified from being appointed and/or continued to act, as a Director of the Company in terms of the provisions of Section 164 of the Companies Act, 2013; and (ii) was or is not debarred from holding the office of a Director pursuant to any order of the SEBI or such other authority in terms of SEBI's Circular No. LIST/COMP/14/2018-19 dated 20<sup>th</sup> June 2018 on the subject "Enforcement of SEBI Orders regarding appointment of Directors by listed companies".

The Company has received the self-declaration/s from all the Director/s and Senior Management Personnel of the Company, as to the due compliance of Company's Code of Conduct. As such, the Company do hereby confirm that the Company has duly complied with the Company's Code of Conduct namely (i) MMP Code for Prohibition of Insider Trading and MMP Code of Fair Disclosure, and (ii) MMP Code of Business Principles and Conduct.

**6.4 BOARD MEETINGS**

Five (5) meeting/s of the Board of Directors of the Company were held during the FY 2022-23 under review, on (1) 30<sup>th</sup> May 2022 (2) 15<sup>th</sup> July 2022 (3) 11<sup>th</sup> November 2022 (4) 1<sup>st</sup> February 2023 and (5) 29<sup>th</sup> March 2023.

**6.5 COMMITTEES**

The Company has constituted all the requisite Committee(s) of the Board, namely Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility (CSR) Committee, Share Transfer Committee, Risk Management Committee and Project Monitoring Committee, pursuant to the provisions of the Companies Act, 2013 read with the rules made there under and Listing Regulations. The

details of its constitution, objective or terms of reference and other related information has been provided under the Corporate Governance Report, which forms part and parcel of the Board's Report.

#### **6.6 RECOMMENDATIONS OF AUDIT COMMITTEE**

There is no occasion wherein the Board of Directors of the Company has not accepted any recommendation/s of the Audit Committee of the Company during the FY 2022-23. As such, no specific details are required to be given or provided.

#### **6.7 COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION**

The Company's policy on Director's appointment and remuneration and such other related information has been provided under the Corporate Governance Report, which forms part and parcel of the Board's Report.

#### **6.8 BOARD EVALUATION**

The Company's policy on Board Evaluation and such other related information has been provided under the Corporate Governance Report, which forms part and parcel of the Board's Report.

#### **6.9 REMUNERATION OF DIRECTORS AND EMPLOYEES OF LISTED COMPANIES**

The information required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended) will be available at Corporate office of the company on the day of Annual General Meeting.

#### **6.10 REMUNERATION RECEIVED BY MANAGING / WHOLE TIME DIRECTOR FROM HOLDING OR SUBSIDIARY COMPANY**

The Company do not have any Holding or Subsidiary Company.

#### **6.11 DIRECTORS' RESPONSIBILITY STATEMENT**

The Board of Directors confirms: -

- (i) That in the preparation of the Annual Accounts (Financial Statements), the applicable Accounting Standards had been followed along with proper explanation, relating to material departures;
- (ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the Company for that financial year;
- (iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors had prepared the Annual Accounts (Financial Statements) on going concern basis;
- (v) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively; and
- (vi) That the Directors had devised proper system to ensure compliance with the provisions of all applicable laws and regulations and that such systems were adequate and operating effectively.

#### **6.12 INTERNAL FINANCIAL CONTROLS**

M/s Manish N. Jain & Company, Chartered Accountants, Nagpur, the Statutory Auditors of the Company, has reviewed and accordingly, issued their Report on the Internal Financial Controls over the Financial Reporting, in terms of Clause (i) of Sub-section 3 of Section 143 of the Act, which is annexed as an 'Annex - B' to the Independent Auditors' Report of the Company. The Report on the Internal Financial Controls over the Financial Reporting for the FY 2022-23 do not contain any qualification or adverse remarks. The observations made by the Statutory Auditors in their report are self-explanatory and have also been further amplified in the notes to the financial statements and as such, do not call for any explanations.

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has in place adequate internal control systems and procedures commensurate with the size and nature of business. These procedures are designed to ensure:-

- (a) that all assets and resources are used efficiently and are adequately protected;
- (b) that all the internal policies and statutory guidelines are complied with; and
- (c) the accuracy and timing of financial reports and management information is maintained.

**6.13 FRAUDS REPORTED BY AUDITOR**

During the FY 2022-23 under review:-

- (a) there is no fraud occurred, noticed and/or reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended);
- (b) the observations made by the Statutory Auditors on the financial statements including the affairs of the Company are self-explanatory and do not contain any qualification, reservation, adverse remarks or disclaimer thereof.

As such, no specific information, details or explanations required to be given or provided by the Board of Directors of the Company.

**7. DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES****7.1 REPORT ON PERFORMANCE AND FINANCIAL POSITION OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES****STAR CIRCLIPS AND ENGINEERING LIMITED ('SCEL')**

SCEL reported FY23 Revenue of ₹1466 mn compared to ₹ 1499 mn revenue in FY22. PAT is ₹115 mn for FY23 compared to ₹165 mn in FY22. The reduction in PAT is largely due to increased depreciation, inflationary pressure and lower high margins exports. Overall exports were also down due to the challenges in Europe and America.

The domestic demand is expected to be stable in the coming year, led predominantly by the commercial vehicle and the tractor segments. We expect USA exports to maintain momentum but exports to Germany are likely to be slow as Germany is officially in recession now.

Our fine blanking project will be operational from June 2023. The fine blanking technology will give the company better value addition with its existing customers. Fine blanked components are also widely used in Electric Vehicles and the Company has been nominated for long term supplies by a leading UK based automobile company.

SCEL will be investing more in fine blanking sector during the current and next year to prepare well for the domestic and export EV market.

**TOYAL MMP INDIA PRIVATE LIMITED (TMI)**

TMI achieved revenue of ₹544 mn in FY23 compared to ₹587mn in FY22 and reported PAT of (-) ₹ 7mn in FY23 compared to PAT ₹11 mn for FY22.

All the requisite information (details) have been provided in the prescribed Form No. AOC-1 attached as an **Annex - A**, which forms part and parcel of the Board's Report.

**7.2 COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

During the FY 2022-23 under review, the Company is neither a Holding Company nor a Subsidiary, Associates or Joint Venture Company of any other Company or Companies pursuant to the provisions of the Companies Act, 2013 read with relevant rules made thereof.

However, Star Circlips & Engineering Limited [CIN – U 24110 MH 1974 PLC 017301] and TOYAL MMP India Private Limited [CIN – U 36990 MH 2016 FTC 281521] were continued to be the Associate Companies of the Company during the FY 2022-23.

**8. DETAILS OF DEPOSITS**

During the FY 2022-23 under review, the Company has neither invited nor accepted any public deposits within the meaning of Section 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (as amended). As such, no specific details prescribed in Rule 8(1) of the Companies (Accounts) Rules, 2014 (as amended) are required to be given or provided.

**9. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

During the FY 2022-23 under review, the Company has neither granted loan/s (secured or unsecured), provided guarantees or securities in connection with any loan/s availed by others nor made any investments pursuant to the provisions of Section 185 and 186 the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended). As such, no specific details are required to be given or provided.

**10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The details of contracts or arrangements or transactions not at arm's length basis and/or the details of contracts or arrangements or transactions at arm's length basis for the FY 2022-23 in the prescribed Form No. AOC - 2 pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 (as amended) are given in the **Annex - B**, which forms part and parcel of the Board's Report.

**11. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The Company believes in the Corporate Social Responsibility as an integral part of its business. Education specifically Education for Girls, Women, Poor, Under-privileged or Disabled (Divyang), Special Education, Research, Training & Skill Development, Environment, Health, Drinking Water, Rural Development, are some of the most critical problems that our country has been facing for years. One of the most effective direct and indirect solutions to solve these is an education, but a great number of peoples cannot afford to get them self-educated.

Keeping this in mind, the Board of Directors through its CSR Committee has implemented certain CSR projects either directly or through implementing agency nominated by the CSR Committee of the Company. All the activities and programme/s covered under CSR are being monitored and implemented by the CSR Committee of the Company. The Company do confirm that the Company is in due compliance of the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR Project/s of the Company are in accordance with the provisions of Section 135 of, Schedule VII to, the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the Company's CSR Policy. The Annual Report on the CSR Activities for the FY 2022-23 is given in the **Annex - C**, which forms part and parcel of the Board's Report.

**12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, for the FY 2022-23 as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are given in the **Annex - D** to this report.

**13. RISK MANAGEMENT**

The Company has a Risk Management framework in place to identify, assess, monitor and mitigate various risks to its business. It has framed the Risk Management Plan and adopted in its Risk Management Policy.

The Board of Directors based on the recommendations of the Risk Management Committee of the Company, periodically reviews the Company's risk assessment and minimization procedures to ensure that management identifies and controls risks through a properly defined framework. The details of the Risk Management Committee and its terms of reference are set out in the Corporate Governance Report forming part of this Report.

**14. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a Whistle Blower Policy to report genuine concerns or grievances and to provide adequate safeguards against victimization of persons who is using this platform and direct access to the Chairman of the Audit Committee is also available in exceptional cases. The detailed objectives of the policy are given in Corporate Governance Report which forms part of this report. This Whistle Blower Policy is applicable to all the Directors, employees, vendors and customers of the Company and it is also posted on the Website of the Company.

**15. MATERIAL ORDERS OF JUDICIAL BODIES OR REGULATORS**

During the FY 2022-23 under review, no significant and material order is passed by any of the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future. As such, no specific details are required to be given or provided.

**16. AUDITORS****(A) STATUTORY AUDITORS AND THEIR REPORT**

The Shareholders (Members) of the Company, at their Forty-ninth (49th) Annual General Meeting of the Company held on 29<sup>th</sup> August 2022, were appointed M/s Manish N. Jain & Co., Chartered Accountants, Nagpur [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], as the Statutory Auditors of the Company to hold office from the conclusion of 49<sup>th</sup> Annual General Meeting held for the financial year 2021-22 ended 31<sup>st</sup> March 2022 till the conclusion of 54<sup>th</sup> Annual General Meeting of the Company to be held for the financial year 2026-2027 ending 31<sup>st</sup> March 2027.



The Auditors' Report submitted by M/s Manish N. Jain & Co., Chartered Accountants, Nagpur, [ICAI Firm Registration No. 138430W, Peer Review Certificate No. 010231], the Statutory Auditors of the Company to the Shareholders (Members) for the FY 2022-23 do not contain any qualification. The observations made by the Statutory Auditors in their report are self-explanatory and have also been further amplified in the Notes to the financial statements and as such, do not call for any explanations.

**(B) SECRETARIAL AUDITORS**

M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495], have furnished a Certificate of their consent, qualification and eligibility and also, have confirmed about their not being disqualified for the appointment including re-appointment as the Secretarial Auditors of the Company for the FY 2023-24.

Accordingly, the Board of Directors, on the recommendations of the Audit Committee, of the Company, has approved and appointed, M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495], as the Secretarial Auditors of the Company for the FY 2023-24.

**(C) COST AUDITORS**

M/s Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], have furnished a Certificate of their eligibility for appointment pursuant to Section 141(3)(g) and 148(5) of the Companies Act, 2013 read with the rules made there under, Certificate for independence and arms' length relationship with the Company and have confirmed about their not being disqualified for such appointment including re-appointment within the meaning of Section 141(3) of the Companies Act, 2013.

Pursuant to the provisions of Section 148 of the Companies Act 2013, the Board of Directors, on the recommendations of the Audit Committee, of the Company, has approved and appointed, M/s Khanuja Patra & Associates, Cost Accountants, Nagpur, [Firm Registration No. 00214], as the Cost Auditors of the Company, for the FY 2023-24 and has also recommended their remuneration to the Shareholders (Members) for their ratification at the ensuing 50<sup>th</sup> Annual General Meeting of the Company.

**(D) INTERNAL AUDITORS**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 (as amended), the Board of Directors, on the recommendations of the Audit Committee, of the Company, has approved and appointed M/s Nitin Alshi & Associates, Chartered Accountants, Nagpur, as the Internal Auditors of the Company, for the FY 2022-23.

The Internal Audit Finding/s and Report/s submitted by the said Internal Auditors, from time to time, during the FY 2022-23, to the Audit Committee and Board of Directors of the Company, do not contain any adverse remarks and qualifications, is self-explanatory and do not call for any further explanation/s by the Company.

Further, the Company has appointed M/s Nitin Alshi & Associates, Chartered Accountants, Nagpur as the Internal Auditors of the Company of FY 2023-24.

**17. SECRETARIAL AUDIT REPORT**

The Secretarial Audit Report in Form No. MR-3 submitted by M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495], the Secretarial Auditors of the Company, do not contain any adverse remarks and qualifications, is self-explanatory and do not call for any further explanation/s by the Company. The Secretarial Audit Report in Form No. MR-3 submitted by the said Secretarial Auditors of the Company, for the FY 2022-23, is attached herewith as an **Annex - E** and forms part and parcel of the Board's Report.

**18. EXPLANATIONS IN RESPONSE TO AUDITORS' QUALIFICATIONS**

The Audit Report/s submitted by the Statutory Auditors, Secretarial Auditors, Cost Auditors and Internal Auditors of the Company, for the FY 2022-23 do not contain any qualification or adverse remarks. The observations made by all the Auditors in their respective Report/s are self-explanatory and as such, do not call for any explanations.

**19. COMPLIANCE WITH SECRETARIAL STANDARDS**

The Board of Directors confirms that the Company, has duly complied and is in compliance, with the applicable Secretarial Standard/s, namely Secretarial Standard – 1 ('SS-1') on Meetings of the Board of Directors and Secretarial Standard - 2 ('SS-2') on General Meetings, during the FY 2022-23.

**20. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

During the FY 2022-23 under review, no such event occurred by which Corporate Insolvency Resolution Process can be initiated under the Insolvency and Bankruptcy Code, 2016 (IBC). As such, no specific details are required to be given or provided.

**21. FAILURE TO IMPLEMENT ANY CORPORATE ACTION**

During the FY 2022-23 under review, there is no occasion wherein the Company failed to implement any Corporate Action. As such, no specific details are required to be given or provided.

**22. ANNUAL RETURN**

The Annual Return of the Company as on 31st March, 2023 in Form MGT - 7 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at [www.mmpil.com](http://www.mmpil.com).

**23. OTHER DISCLOSURES****(A) AUDITED FINANCIAL STATEMENTS – STANDALONE & CONSOLIDATED**

For the FY 2022-23 under review, the Company has prepared the audited financial statements on standalone as well as consolidated basis after incorporating the share of profit or loss from its associate and joint-venture companies namely Star Circlips & Engineering Limited and TOYAL MMP India Private Limited.

**(B) MATERIAL DEVELOPMENT IN HUMAN RESOURCES**

During the FY 2022-23 under review, industrial relations remained cordial. Employees' competencies and skills were enhanced by exposing them to several internal and external training programme/s. A number of measures were taken to improve motivation level of employees. Additional efforts are continued to be implemented with a view to obtain commitment and loyalty towards the organisation.

**(C) INDUSTRIAL RELATIONS, HEALTH AND SAFETY**

The departmental safety coordinators are identified for monitoring and training on safety related matter at shop-floor. Safety Committee and Apex Committee are available for periodical review on health, safety & environment of all departments. Regular training on safety is being organised for new appointee, regular employees & contract labour. Mock-drills are conducted for practical exposure to meet emergency need on regular basis. Hand book on safety awareness are distributed to all employees.

**(D) COST RECORDS**

Pursuant to the provisions of Rule 8(5)(ix)(d) of the Companies (Accounts) Rules, 2014 (as amended), the Board of Directors do confirm that, the Central Government has prescribed for maintenance of cost records under Section 148(1) of the Companies Act, 2013 by the Company and accordingly, such cost accounts and records, subject to cost audit, have been made and maintained by the Company during the FY 2022-23.

**24. ADDITIONAL DISCLOSURES UNDER LISTING REGULATIONS****24.1 MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR)**

The Management Discussion and Analysis Report (MDAR) on the affairs of the Company for the FY 2022-23, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) is provided in a separate section and forms an integral part of this Report.

**24.2 CERTIFICATE OF COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

Your Directors are pleased to report that your Company has duly complied with the SEBI Guidelines on Corporate Governance for the year 2022-23 relating to the Listing Regulations. A Certificate from M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495] confirming compliance with conditions as stipulated under Listing Regulations is annexed to the Corporate Governance Report of the Company.

**24.3 SUSPENSION OF TRADING**

The equity shares of the Company have been listed and actively traded on Main Board of National Stock Exchange of India Limited. There was no occasion wherein the equity shares of the Company have been suspended for trading during the FY 2022-23.

However, due Enhanced Surveillance Measures, when scrip of company entered in ESM Stage-II, the trading of shares was suspended for procedural measures on 23<sup>rd</sup> June, 2023.

• **OTHER MATTERS**

**(A) DEMATERIALISATION OF SHARES**

As on 31<sup>st</sup> March 2023, the entire 100% issued, subscribed and paid-up share capital i. e. 25402613 equity shares of the Company were held in dematerialised form through depositories namely National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSIL).

**(B) PAYMENT OF LISTING AND DEPOSITORIES FEES**

The Company, has duly paid the requisite annual listing fees for the FY 2023-24, to the National Stock Exchange of India Limited (NSE).

The Company, has also duly paid the requisite annual custodian and other fees for the FY 2023-24, to the National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSIL).

**(C) CODE OF CONDUCT FOR BUSINESS PRINCIPLES & ETHICS AND PREVENTION OF INSIDER TRADING AND OTHER CODE AND POLICIES OF THE COMPANY**

Your Board of Directors are pleased to report that your Company has complied with the:-

- (i) Code of Conduct of Business Principles and Conduct;
- (ii) Code of Prevention of Insider Trading in MMP securities by the designated persons (insider) (as amended from time to time);
- (iii) Code for Vigil Mechanism - Whistle Blower Policy;
- (iv) Code for Independent Directors;
- (v) Corporate Social Responsibility (CSR) Policy;
- (vi) Risk Management Policy;
- (vii) Policy on Document Preservations (Regulation 9 of the SEBI (LODR) Regulations, 2015);
- (viii) Policy for determining of 'material' Subsidiary (Regulation 16 of the SEBI (LODR) Regulations, 2015);
- (ix) Policy on materiality of related party transaction/s and on dealing with related party transactions (Regulation 23 of the SEBI (LODR) Regulations, 2015); and
- (x) Policy for determination of materiality, based on specified criteria and accordingly, grant authorization for determination of materiality of events (Regulation 30 of the SEBI (LODR) Regulations, 2015).

The aforesaid code/s and policy(ies) are available on the Company's website [www.mmpil.com](http://www.mmpil.com).

**25. DISCLOSURES PERTAINING TO THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

MMP Industries Limited ("the Company") has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees etc.) are covered under this Policy.

The following is a summary of sexual harassment complaints received and disposed of during the FY 2022-23:-

(a)	Number of complaints pending at the beginning of the year	NIL
(b)	Number of complaints received during the year	NIL
(c)	Number of complaints disposed off during the year	NIL
(d)	Number of cases pending at the end of the year	NIL

The Certificate by the Managing Director and Whole-time Director of the Company, to that effect is enclosed herewith as an **Annex – G** and forms part of this report.

**ENCLOSURES**

Annex – A	Form No. AOC-1 – Information or Details about the Associate Companies of the Company
Annex – B	Form No. AOC-2 – Information / Details of contracts or arrangements or transactions not at arm's length basis and/or the details of contracts or arrangements or transactions at arm's length basis
Annex – C	Annual Report on Corporate Social Responsibility (CSR) activities together with expenditure details
Annex – D	Report on Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo
Annex – E	Secretarial Audit Report in Form No.MR-3
Annex – F	Business Responsibility Report
Annex – G	Certificate on Sexual Harassment of Women at the Work place and its Prevention, Prohibition & Redressal

**ACKNOWLEDGEMENT**

The Board of Directors acknowledges with gratitude for the co-operation and assistance received from National Stock Exchange of India Limited (NSE), Securities Exchange Board of India (SEBI), Auditors, Advisors & Consultants, other Intermediary service provider/s and other Investor/s for their continuous support for the working of the Company.

The Board of Directors also take this opportunity to extend its sincere thanks for co-operation and assistance received by the Company from the Central – State – Local Government and other regulatory authorities, Bankers and Members.

The Directors also record their appreciation of the dedication of all the employees at all levels for their support and commitment to ensure that the Company continues to grow.

**For and on behalf of the Board**

**Sd/-**

**Arun Raghuvirraj Bhandari**

**Managing Director**

**DIN - 00008901**

**Sd/-**

**Lalit Bhandari**

**Whole-time Director**

**DIN - 00010934**

**Place: Nagpur**

**Date: 29<sup>th</sup> July 2023**

**ANNEX – A TO BOARD’S REPORT****Form No. AOC-1**

(Pursuant to First Proviso to Sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures****Part “A”: Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rupees)

Sr. No.	Particulars	Details
1.	Name of the subsidiary	The Company does not have a Subsidiary Company.  As such, No specific details are required to be provided.
2.	Reporting period for the subsidiary concerned, if different from the holding company’s reporting period	
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
4.	Share capital	
5.	Reserves & surplus	
6.	Total assets	
7.	Total Liabilities	
8.	Investments	
9.	Turnover	
10.	Profit before taxation	
11.	Provision for taxation	
12.	Profit after taxation	
13.	Proposed Dividend	
14.	% of shareholding	

**Part “B”: Associates and Joint Ventures****Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of Associates / Joint Ventures		M/s Star Circlips and Engineering Limited	M/s Toyal MMP India Private Limited
1.	Latest Audited Balance Sheet Date	31-03-2023	31-03-2023
2.	Shares of Associate /Joint Ventures held by the Company on the year end		
	Number of Equity Shares	998860	7022600
	Amount of Investment in Associates / Joint Venture	Rs. 9,782,890	Rs. 70,226,000
	Extend of Holding%	26.06%	26.00%
3.	Description of how there is significant influence	Shareholding @26.06%	Shareholding @26.00%
4.	Reason why the associate / joint venture is not consolidated	Not Applicable	Not Applicable
5.	Net worth attributable to shareholding as per latest audited Balance Sheet	1076000000	161600000
6.	Profit / (Loss) for the year	115169000	(7006000)
	Considered in Consolidation	28194000	28194000
	Not Considered in Consolidation	Not Applicable	Not Applicable

**For and on behalf of the Board****Place: Nagpur****Date: 29<sup>th</sup> July 2023**

Sd/-  
**Arun Raghuvirraj Bhandari**  
 Managing Director  
 DIN - 00008901

Sd/-  
**Lalit Bhandari**  
 Whole-time Director  
 DIN - 00010934



## ANNEX – B TO BOARD'S REPORT

## Form No. AOC-2

(Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

**1. Details of material contracts or arrangements or transactions not at arm's length basis**

The Company has not entered into any contracts or arrangements or transactions with its related parties which is not at arm's length during the financial year 2022-23:

**2. Details of material contracts or arrangement or transactions at arm's length basis**

Name(s) of the related party and nature of relationship	Nature of contracts / arrangements /transactions	Duration of the contracts / arrangements /transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any for the FY 2022-23 (Rs. In Lakh)
M/s. Star Cirelips and Engineering Limited	Purchase of Goods	Continuing Contact/ Arrangement/ Transactions	Purchase of Packing Material, Stores & Spares	15.07.2022	04.04
Toyal MMP India Private Limited	Sale of Goods	Continuing Contact/ Arrangement/ Transactions	Sale of Goods	15.07.2022	535.13
M/s. Star Cirelips and Engineering Limited	Job work charges	Continuing Contact/ Arrangement/ Transactions	Job work charges	15.07.2022	61.09
M/s. Mayank Fasteners Private Limited	Registered Office Rent	Continuing Contact/ Arrangement/ Transactions	Rent for Registered Office of the Company	15.07.2022	0.23
Ms. Rohini Arun Bhandari	Legal Advisor	Continuing Contact/ Arrangement/ Transactions	Legal Advisory and Consultancy Services	15.07.2022	7.50
Mrs. Saroj Arun Bhandari	Unit Head	Continuing Contact/ Arrangement/ Transactions	Remuneration by way of Salary	15.07.2022	14.49
Mrs. Sakshi Mayank Bhandari	Manager	Continuing Contact/ Arrangement/ Transactions	Remuneration by way of Salary	15.07.2022	3.75

**For and on behalf of the Board**

Sd/-

**Arun Raghuvirraj Bhandari**  
Managing Director  
DIN – 00008901

Sd/-

**Lalit Bhandari**  
Whole-time Director  
DIN - 00010934

Place: Nagpur

Dated : 29<sup>th</sup> July, 2023

**ANNEX C - TO BOARD'S REPORT**  
**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**

[Pursuant to Section 135 of the Companies Act, 2013 read with  
the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. A brief outline on CSR Policy of the Company:

The Board of Directors of the Company has constituted the Corporate Social Responsibility (CSR) Committee to implement or monitor implementation of CSR activities as per the CSR Policy of the Company.

The CSR activities are carried out and monitored mainly through in-house Departments of the Company. The Contributions or donations made to such other Organization or Institutions as may be permitted under the applicable provisions from time to time.

The CSR Committee has formulated a comprehensive Corporate Social Responsibility (CSR) Policy to cover various activities like Promotion of Education and Health Care, Rural Development, Water Conservation, Protection of Flora and Fauna, Environment Sustainability and other activities or project/s, which are in accordance with the provisions of Section 135 of, Schedule VII to, the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Members are requested to refer the CSR Policy of the Company for more specific details.

2. The composition of the CSR Committee:

Sr No	Name of Persons & Designation	Role in Committee	Number of Committee Meeting held during the year	Number of Committee Meeting attended during the year
1	Mr. Arun Raghiveer Raj Bhandari (Managing Director)	Chairman	2	2
2	Mr. Sanjay Sacheti (Non-executive, Independent Director)	Member	1	0
3	Mr. Karan Yudhishtir Varma (Non-executive, Independent Director)	Member	2	1
4	Mrs. Sudha Sukesh Gandhi (Non-executive, Independent Director)	Member	2	1
5	Mr. Lalit Ranjeet Raj Bhandari (Whole-time Director)	Member	2	2

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company: Web-link : <https://mmpil.com/investor-info-mmp/>

4. Provide the details of Impact assessment of CSR Projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) : Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any : Not Applicable

6. Average Net Profit of the Company as per Section 135(5) : Rs. 2614.63 Lakh

a) Two percent of Average Net Profit of the Company as per Section 135(5) : Rs. 52.29 Lakh

b) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Not Applicable

c) Amount required to be set off for the financial year, if any: NIL

d) Total CSR obligation for the financial year (7a+7b-7c) : Rs. 52.29 Lakh

7. a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (Amount in Lakh)	Amount Unspent (Amount in Lakh)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
59.07	--	--	--	--	--

8. b) Details of CSR amount spent against ongoing Projects for the financial year: Nil

c) Details of CSR amount spent against other than ongoing Projects for the financial year :

1	2	3	4	5		6	7	8	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Lakhs)	Mode of implementation	Mode of implementation - Through implementing agency.	
				State.	District.		Direct (Yes/No).	Name	CSR registration number.
1	Health Care including Preventive Health Care	Health Care including Preventive Health Care	Yes	Maharashtra	Nagpur (Rural & Urban)	0.06	NO	Mahavir International Service Trust	CSR00017589
2	Promotion of Education including Special Education, Research, Training and Skill Development	Promotion of Education	Yes	Maharashtra	Nagpur (Rural & Urban)	2.07		Helpline Charitable Trust	
3	Promotion of Education including Special Education, Research, Training and Skill Development	Promotion of Education	Yes	Maharashtra	Nagpur (Rural & Urban)	35.00		Excelsior Foundation	
4	Promotion of Education including Special Education, Research, Training and Skill Development	Promotion of Education	Yes	Maharashtra	Nagpur (Rural & Urban)	5.00	No	Sandhya Sanwardhan Sanstha	CSR00006991
5	Promotion of Education including Special Education, Research, Training and Skill Development	Promotion of Education	Yes	Maharashtra	Nagpur (Rural & Urban)	9.67		-	-
6	Health Care including Preventive Health Care	Health Care including Preventive Health Care	Yes	Maharashtra	Nagpur (Rural & Urban)	2.51	Yes	Central Chinmaya Mission Trust	
7	Health Care including Preventive Health Care	Health Care including Preventive Health Care	Yes	Maharashtra	Nagpur (Rural & Urban)	1.00		Gat Gram Panchyat Dhurkheda	
8	Health Care including Preventive Health Care	Health Care including Preventive Health Care	Yes	Maharashtra	Nagpur (Rural & Urban)	1.50		-	-

1	2	3	4	5		6	7	8	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Lakhs)	Mode of implementation	Mode of implementation - Through implementing agency.	
				State.	District.			Direct (Yes/No).	Name
10	Flora and Fauna, Environmental Sustainability	Environmental Sustainability	Yes	Maharashtra	Nagpur (Rural & Urban)	1.14	Yes	-	-
11	Flora and Fauna, Environmental Sustainability	Environmental Sustainability	Yes	Maharashtra	Nagpur (Rural & Urban)	1.00		Earth Focus Foundation	
						59.07			

d) Amount spent in Administrative Overheads: Nil

e) Amount spent on Impact Assessment, if applicable: Nil

f) Total amount spent for the Financial Year (8b+8c+8d+:8e): Rs. 59.07 Lakh

g) Excess amount for set off, if any: Nil

9. a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding FY	Amount transferred to Unspent CSR Account under Section 135(6)	Amount spent in the coming FY (Rs. in Lakhs)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding FY
				Name of Fund	Amount	Date of Transfer	
1	FY 2019-20*	--	15.11	--	--	--	--

\*The Company has commitment of Rs 15.11 lakh for FY 2019-20 out of which the Company has spent Rs. 3.13 lakh in FY 2020-21 and Rs. 5.25 Lakh spent in FY 2021-22. The balance amount is spent in FY 22-23 Rs. 6.78.

b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: *Not Applicable*

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

**For and on behalf of the Board**

Sd/-

**Arun Raghuvirraj Bhandari**

Managing Director

DIN – 00008901

Sd/-

**Lalit Bhandari**

Whole-time Director

DIN – 00010934

Place: Nagpur

Dated: 29 July 2023

**ANNEX – D TO BOARD’S REPORT****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS / OUTGO****A. CONSERVATION OF ENERGY****(i) The steps taken or impact on conservation of energy**

The Company has been giving utmost priority to conservation of various forms of energy used in the manufacturing process. The major conservation measures implemented so far are optimization of utility output to match process requirement thereby reducing wasteful running of equipment and timely replacement or servicing wherever required. Progressively, we are replacing normal Star Delta Starters with VFD’S for various machines.

The major Energy conservation projects implemented in FY 2022-2023 are as follows:

- 1) Load Factor improvement above 85 % and its monitoring and control to ensure the incentives and government subsidy from MSEDCL implemented. Benefits accrued are sizable amounts.
- 2) During the FY 2022-23 the company has taken steps for replacing normal Star Delta Starters with VFD’S for various machines.
- 3) The Company is replacing progressively with IE3 Motors. This leads to conserve the energy to large extent.
- 4) The Company has replaced the old fluorescent lights with the new energy efficient LED lights.

Total energy consumption and energy consumption per unit production is as follows: -

Sr. No.	Particulars	FY 2022-23	FY 2021-22
<b>A</b>	<b>Power &amp; Fuel Consumption</b>		
<b>1</b>	<b>Electricity</b>		
	Purchased Units (in lakh)	215.99	183.76
	Total Amount (Rupees in lakh)	1804.63	1442.10
	Rate per Unit (in Rupees)	8.36	7.85
<b>2</b>	<b>Furnace Oil</b>		
	Quantity (MT)	819.067	811.470
	Total Amount (Rupees in lakh)	457.20	363.53
	Average Rate in Rupees (per kg)	55.82	44.80
<b>3</b>	<b>Coal Lumps &amp; Fire Wood</b>		
	Quantity (MT)	--	--
	Total Amount (Rupees in lakh)	--	--
	Average Rate in Rupees (per kg)	--	--

**(ii) The steps taken by the Company for utilizing alternate sources of energy**

As an environmentally conscious company and with a view to reduce the constantly increasing electricity costs, the company has through internal accruals, invested in 1.5 MW solar capacities at its two locations of Umred and Bhandara. These were operative and has lowered Electricity bills as expected. This will also reduce our carbon footprint and is first of the several steps which the company is taking towards a greener future.

**(iii) The capital investment on energy conservation equipment’s**

The Company has made capital investment in 1.5 MW solar power at its two locations of Umred and Bhandara. In addition to that company has made investment in VFD’S and Energy efficient IEC motors for various machines for conservation of energy.

**B. TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT****(i) The efforts made towards technology absorption**

The Company has obtained know how from our four decade old sales and technology partner namely, AVL Metal Powders for production of various grades of aluminium powder for AAC applications.

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

The Company has developed Aluminium Powder for AAC applications in India and for export market.

**(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)**



The Company has imported aluminum powder classifier equipment and technology with a view to offer wide range of classified aluminum powders to our customers.

- (a) The details of the technology imported: Aluminum powder classifier equipment and technology to provide wide range of classified aluminum powder fractions.
- (b) The year of import: 2019-20
- (c) Whether the technology been fully absorbed: The technology is in an advanced stage of being getting absorbed.
- (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: the technology is fully validated but our products are under evaluation for customer validation.

(iv) **The expenditure incurred on Research and Development**

The Company does not have a separate independent research and development activity. As such, no material amount of expenditure was incurred on research and development activity of the Company.

**C. FOREIGN EXCHANGE EARNINGS /OUTGO**

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows.

The foreign exchange earned (on account of services or otherwise) in terms of actual inflows during the Financial Year 2022-23 under review and the foreign exchange outgo (on account of value of imports, remittances in foreign currency or otherwise) during the Financial Year 2022-23 under review in terms of actual outflows are as follows:-

Particulars	Amount in Rupees Lakh	
	FY 2022-23	FY 2021-22
Foreign Exchange earned (on account of sale of services or otherwise) in terms of actual inflows - On Account of Export FOB Value	1482.95	516.78
<b>Total Foreign Exchange Earnings</b>	<b>1482.95</b>	<b>516.78</b>
Foreign Exchange outgo (on account of value of imports, remittances in foreign currency or otherwise) in terms of actual outflows -		
Raw Material	1254.03	2210.74
Store Goods		--
Capital Goods		
Stores and Spares		--
<u>Expenditure in Foreign Currency (Remittances)</u>		
Commission on Export sales		
Royalty on Technical know how		10.03
Travelling Expenses (Other)		--
<b>Total Foreign Exchange Outgo</b>	<b>2736.98</b>	<b>3355.29</b>

For and on behalf of the Board

Sd/-

**Arun Raghuvirraj Bhandari**

**Managing Director**

**DIN - 00008901**

Sd/-

**Lalit Bhandari**

**Whole-time Director**

**DIN - 00010934**

**Place: Nagpur**

**Date: 29<sup>th</sup> July 2023**

**ANNEX – E**  
**FORM No. MR —3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR 2022-2023 ENDED ON 31ST MARCH 2023**

[Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies  
(Appointment & Remuneration of Managerial Personnel) Rules, 2014 (as amended)]

**To.**

**The Shareholders (Members)**

**MMP Industries Limited**

**CIN : L32300MH1973PLC030813**

**Registered Office: 211, Shri Mohini, 345, Kings way, Nagpur 440001, MH, IN**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MMP Industries Limited** (hereinafter called as '**the Company**'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts or statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed, and other records maintained by the Company, the information, explanations and clarifications provided by the Company, its officers, agents and authorised representatives, during the conduct Of Secretarial Audit, review of management representation letter along with Quarterly compliance reports by respective Department Head/s. Company Secretary. Chief Financial Officer, Chief Executive Officer, noted and taken on record by the Board of Directors of the Company, at their meeting/s, and verification of physical record/s of the Company. Some of which were obtained through electronic mode, we hereby report that, in Our opinion, the Company has, during the audit period covering the financial year 2022-2023 ended 31 March 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism 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 and made available to us for the financial year 2022-2023 ended on 31st March 2023 according to the applicable provisions of:-

- (i) The Companies Act, 2013 ('the Act') read with the rules made there under;
- (ii) The Securities Contracts (Regulation) Act. 1956 ('SCRA') read with the rules made there under;
- (iii) The Depositories Act. 1996 read with Regulation and Bye-laws framed there Lender;
- (iv) Foreign Exchange Management Act, 1999 read With the I Liles and regulations made there Under to the extent of Foreign Direct Investment. Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations. Circulars and Guidelines [as amended] prescribed Under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:-
  - a) Securities and Exchange Board of India (ISSLIC of Capital and Disclosure Requirements) Regulations. 2018;
  - b) Securities and Exchange Board of India (Listing Obligations and Disclosul'e Requirements) Regulations, 2015;
  - c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - f) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 — Not Applicable to the Company during the audit period;
  - h) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 — Not Applicable to the Company for the audit period
  - i) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 — Not Applicable to the Company during the audit period:

- j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 — Not Applicable to the Company during the audit period;
- k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 — Not Applicable to the Company during the audit period; and
- l) The other Regulations and Guidelines of the Securities and Exchange Board of India to the extent and as may be applicable to the Company.

We have also examined compliance with the applicable clauses of the followings:-

- (i) Secretarial Standards (SS-1 for Meetings of the Board of Directors and SS-2 for General Meetings) issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs, to the extent and as may be applicable to the Company; and
- (ii) The Listing Agreements under SEBI (Listing Obligation Disclosure Requirement) 2015, entered into by the Company with the Stock Exchange

During the audit period under review, the Company has duly complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except enumerated below:

- a. Vide notification dated November 9, 2021, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015 (LODR Regulations) was amended, inter-alia mandating listed Entities that have listed specified securities to submit to the stock exchanges disclosure of Related Party Transactions in the format specified by the Board from time to time; but there was delay in filing details of Related Party Transaction for half year ended 30<sup>th</sup> September 2021 under the said regulation 23 due to technical issue on the website of NSE, Consequently the concern Stock Exchange has imposed penalty for the said non-compliance. In response the company has applied for waiver of the Penalty, but stock exchange has not entertained the application, therefore, the Company has paid the penalty amount during the period under review.
- b. The Company has regular in filing various e-forms with the Registrar of Companies/ Ministry of Corporate affairs except few with delay which were filed with additional fees.

We further report that, 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, the Company has complied with the following laws applicable specifically to the Company:-

- (i) The Micro, Small and Medium Enterprises Development Act, 2006;
- (ii) Legal Metrology Act, 2009;
- (iii) The Foreign Trade (Development and Regulation) Act, 1992;
- (iv) The Environment (Protection) Act, 1986 and the rules made there under;
- (v) The Water (Prevention and Control of Pollution) Act. 1974 and the rules made there under;
- (vi) The Air (Prevention and Control of Pollution) Act. 1981 and the rules made there under;
- (vii) Hazardous and Other Wastes (Management and Trans-boundary Movement) Rules, 2016 and Manufacture, Storage and Import of Hazardous Chemical Rules, 1989;
- (viii) The Indian Boilers Act, 1923; and
- (ix) The Indian Electricity Act, 1910; The Electricity Act, 2003; and the rules made there under.

We further report that:-

The Board of Directors of the Company is duly constituted with proper balance of Executive Director/s, Non-executive Director/s and Independent Director/s including Woman Director. There were some changes took place in the composition of the Board of Directors during the audit period under review, which are as follows.

1. Regularization and Change in Designation of Mr. Sanjay Sacheti (appointed as Additional Director on 01.06.2022) as Director on the Board of the Company w.e.f 29.08.2022.
2. Resignation of Mr. Rakesh Moreshwar Kanzode, Company Secretary and Compliance officer w.e.f. 27.05.2023.
3. Appointment of Ms. Madhura Kiran Ubale as Company Secretary and Compliance officer w.e.f. 01.06.2023.

Adequate notice of at least seven clear days in advance, except where consent of the requisite number of Director's was received for scheduling meeting at a shorter notice, was given to all the Director/s to schedule the Board and Committee meeting/s. Agenda and detailed notes on agenda were sent well in advance. A system exists for seeking and obtaining further information and clarifications on the agenda item/s before the meeting and for meaningful participation at the meeting.

As per the minutes of the meeting/s duly recorded and signed by the Chairman\_ all decisions at the Board and Committee meeting/s, as the case may be, are carried out unanimously and no dissenting views have been recorded.

We further report that as per the information and explanations given to us, the representation made by the management and relied upon by us there are adequate systems, processes and control mechanism exist in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable Laws, Rules, Regulations, Guidelines, Standards, etc. to the Company.

We further report that, during the audit period, there were no other specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc., having major bearing on the company's affairs.

Accordingly, the issue of this Secretarial Audit Report in Form No. **MR-3**, is subject to the relaxation/s granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India during the Covid 19 Pandemic and also, the limitation for verification of physical record/s of the Company, which were obtained through electronic mode.

**Signed and Issued on this Friday, the 21st day of July 2023 at Nagpur.**

For **VAIBHAV JACHAK & CO.**

**Company Secretaries**

**Sd/-**

**CS VAIBHAV YASHWANT JACHAK**

**Proprietor**

**Company Secretary in Practice**

**M No. FCS —8821, CoP No. 18495**

**Peer Reviewed Firm No. 998/2020**

**UDIN: F008821E000656446**

Note - This Secretarial Audit Report is to be read with our letter of even date which is annexed as an Annex A and forms an integral part of this Report.

**Annex A**

To.

**The Shareholders (Members)**

**MMP Industries Limited**

**CIN : L32300MH1973PLC030813**

**Registered Office: 211, Shri Mohini, 345, Kings way, Nagpur 440001, MH,IN**

Our Secretarial Audit Report of even date is to be read along with this letter:-

**1. Management's Responsibility**

- (a) It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
- (b) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

**2. Auditor's Responsibility**

- (a) Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
- (0) 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 secretarial records. We believe, the processes and practices that we followed provide a reasonable basis for our opinion. We also believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
- (b) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (c) Wherever required, we have obtained the managements representation about the compliance of laws, rules and regulations and happening of events, etc.

**3. Disclaimer**

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.

**Signed and Issued on this Friday, the 21st day of July, 2023 at Nagpur.**

For **VAIBHAV JACHAK & CO.**

**Company Secretaries**

Sd/-

**CS VAIBHAV YASHWANT JACHAK**

**Proprietor**

**Company Secretary in Practice**

**M No. FCS —8821, CoP No. 18495**

**UDIN: F008821E000656446**

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**Annexure II**

**Registered office:**

MMP Industries Limited, 211, Shri Mohini, 345, King sway, Nagpur 440001, MH, IN

**Corporate office:**

MMP Industries Limited, B-24, Hingna MIDC Area, Hingna, Nagpur-440016, MH. IN

**Plant situated at:**

- 1. MMP Industries Limited, Village Maregaon, Post Shahapur, Dist. Bhandara-441906, MH, IN
- 2. H. M. Engineering, (I & II), B-16/2 and B-16/6, MIDC Butibori, Nagpur-441122, MH. IN
- 3. Mars Industries, Villegge Neri, P.O. Warthi, Tah-Mohadi, Dist Bhandara- 441905, MH, IN
- 4. NPM Industries, B-28, MIDC Area, Hingna Road, Digdoh, Hingna, Nagpur-440016, MH, IN
- 5. MMP Industries Limited, Plot No. D-15/2 & D-16, MIDC Umred, Umred-441203, MH, IN



**BUSINESS RESPONSIBILITY REPORT**

The Business Responsibility Report (BRR) is one of the avenues to communicate the Company's obligations and performance to all its stakeholders.

This report conforms to the Business Responsibility Reporting (BRR) requirement of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the National Voluntary guidelines (NVG) on Social, Environmental and Economic Responsibilities of Business released by the Ministry of Corporate Affairs, India. In order to provide guidance to businesses regarding the responsible business conduct, Ministry of Corporate Affairs (MCA), Government of India, released a set of guidelines in 2011 called the National Voluntary Guidelines on the Social, Environmental and Economic Responsibilities of Business (NVGs).

In order to align the NVG's with the Sustainable Development Goals, UNGP, the new principles called the National Guidelines on Responsible Business Conduct (NGRBC) were formed in March 2019.

**SECTION A: GENERAL INFORMATION ABOUT THE COMPANY:**

1	Corporate Identity Number (CIN) of the Company	<b>L32300MH1973PLC030813</b>
2	Name of the Company	<b>MMP Industries Limited</b>
3	Year of Incorporation	<b>1973</b>
4	Registered address	<b>211, Shri Mohini, 345, Kingsway, Nagpur 440001, Maharashtra, India</b>
5	Corporate Office	<b>B-24, MIDC Area, Hingna Industrial Estate, Hingna Road Nagpur</b>
6	Website	<a href="http://www.mmpil.com">www.mmpil.com</a>
7	e-mail id	<a href="mailto:companysecretary@mmpil.com">companysecretary@mmpil.com</a>
8	Contact Number	<b>+91 712 2524645, 2533585 / 530461</b>
9	Name of Stock Exchanges where company is listed	<b>National Stock Exchange of India Limited</b>
10	Paid Up Capital	<b>Rs. 25,40,26,000/-</b>
11	Name and Contact Details:	<b>CS &amp; Compliance Officer</b> B-24, MIDC Area, Hingna Industrial Estate, Hingna Road Nagpur T : +91 7104 668000   M: +91 70664 46466 Email id: companysecretary@mmpil.com
12	Financial Year reported	<b>2022-23</b>
13	Reporting Type	<b>Standalone &amp; Consolidated</b>

**About Products:**

Sector(s) that the Company is engaged in (industrial activity code-wise)	Manufacture of Base Metal namely:- i) Aluminium Powders and Paste ii) Aluminium Foils iii) Aluminium Conductors and Reinforcement National Industrial Classification (NIC) Code: 32909	Percentage of Turnover 71.09% 20.97% 7.52%
List key products/services that the Company manufactures/provides (as in Balance Sheet)	i) Aluminium Powders and Paste ii) Aluminium Foils iii) Aluminium Conductors and Reinforcement	
Total number of locations where business activity is undertaken by the Company:	5	
a. Number of International Locations	Nil	

a. Number of National Locations	<p>UNIT 1: MMP Industries Limited, Village Maregaon, Post Shahapur, Dist. Bhandara – 441906, MH, IN.</p> <p>UNIT 2: H. M. Engineering (I &amp; II), B-16/2 and B-16/6, MIDC Butibori, Nagpur - 441122, MH, IN.</p> <p>UNIT 3: Mars Industries, Village Neri, P.O. Warthi, Tah. Mohadi, Dist. Bhandara – 441905, MH, IN.</p> <p>UNIT 4: NPM Industries, B-28, MIDC area, Hingna Road, Digdoh, Hingna, Nagpur - 440016, MH, IN.</p> <p>UNIT 5: MMP Industries Limited, Plot No. D-15/2 &amp; D-16, MIDC Umred, Umred 441203, MH, IN.</p>
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**SECTION B: FINANCIAL DETAILS OF THE COMPANY:**

(₹ in Lakhs)

Sr. No.	Particulars	F.Y. 2020-21 (Standalone)	F.Y. 2020-21 (Consolidated)
1.	Paid up Capital	2540.26	2540.26
2.	<b>Total Turnover</b>		
	(a) Revenue from operations	53,829.03	53,829.03
	(b) Other income	58.94	58.94
3.	Total profit after taxes and Minority Interest, if any.	1,850.12	2,132.07

4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%): ₹ 59,07,000 /-

**5. List of activities in which expenditure in 4 above has been incurred: -**

- i) Promotion of Healthcare
- ii) Promotion of Education Training & Skill Development
- iii) Rural Development: -
  - facilities for Sanitation
  - Environmental Sustainability protection of Flora and Fauna
  - Social Welfare, Sports & Cultural Activities

**SECTION C: OTHER DETAILS:**

1. Does the Company have any Subsidiary Company/ Companies? : No

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held
	NIL			

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s): No

NIL, Hence Not applicable.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]: No

The Company does not mandate its suppliers / distributors to participate in the Company's BR initiatives. However, they are encouraged to adopt such practices and follow the concept of being a responsible business.

**SECTION D: BR INFORMATION:****1. Details of Director/Directors responsible for BR**

- a) The BR initiatives are normally led by the Managing Director in conjunction with CSR Committee.
- b) Details of BR Head

Sr. No.	Particulars	Details
1	DIN Number (if applicable)	00008901
2	Name	Mr. Arun Raghuveer Raj Bhandari
3	Designation	Managing Director
4	Telephone number	07104-668000
5	e-mail id	arunb@mmpil.com

## 2. Principle-wise (as per NVGs) BR Policy/policies

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These briefly are as under:

P1	Businesses should conduct and govern themselves with integrity in a manner that is Ethical, Transparent and Accountable.
P2	Businesses should provide goods and services in a manner that is sustainable and safe
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains.
P4	Businesses should respect the interests of and be responsive to all their stakeholders.
P5	Businesses should respect and promote human rights.
P6	Businesses should respect and make efforts to protect and restore the environment.
P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.
P8	Businesses should promote inclusive growth and equitable development.
P9	Businesses should engage with and provide value to their consumers in a responsible manner.

### a) Details of compliance (Reply in Y/N)

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a Policy/ Policies for BR	Yes. The Company has policy for Business Responsibility. Besides, the Company has formulated policies and standard operating procedure (SOP) to provide clarity to its personnel at various operating level.								
2.	Has the policy being formulated in consultation with the relevant stakeholders?	The Company has formulated the policies, SOPs and adopted practices by considering inputs, feedback and sensitivities of the stake holders, wherever practicable								
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Yes, the policies/practices broadly conform to the National Voluntary Guidelines (NVGs) issued by the Ministry of Corporate Affairs, Government of India, July 2011.								
4.	Has the policy being approved by the Board? Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Policies have been approved by the Board wherever it is mandatorily required and signed by the Executive Director								
5.	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	The BR initiatives are informally led by the Managing Director under guidance of CSR Committee and overall supervision of the Board of Directors.								
6.	Indicate the link for the policy to be viewed online?	The BR initiatives are presently governed by various Policies (such as Code of conduct, whistle blower policy, Corporate Social Responsibility Policy, Code of Fair Disclosure). These policies can be viewed at: <a href="http://www.mmpil.com">www.mmpil.com</a> on the Company's website								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	The internal stakeholders have been made aware of the policies. SOPs are distributed to all HODs for wide circulation. External Stakeholders are communicated to the extent applicable and relevant. The mandatory policies are also updated on the website of the Company.								

8.	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	The Company has an effective system of recording comments / complaints of the stake holders and relating to above policies and there is a time bound approach to resolve such complaints in a fair manner.								
10.	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Apart from self-certification, discussions in meetings of cross functional teams, certain areas related to EHS, customer satisfaction and quality are subject to internal audit and domain expert consultants, wherever necessary. The compliance is also evaluated during the process of certification of various international quality standards. The spending and controls of corporate social responsibility are verified by statutory auditors.								

b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options):

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The company has not understood the Principles	NOT APPLICABLE								
2.	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next 6 months									
5.	It is planned to be done within the next 1 year									
6.	Any other reason (please specify)									

### 3. Governance related to BR:

- a) **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.**

The Board of Directors of the Company, either directly or through its committees, assesses various initiatives forming part of the BR performance of the Company on a periodic basis. The CSR Committee to review implementation of the projects / programmes/activities to be undertaken in the field of CSR.

- b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

The Company publishes the information on BR which forms part of the Annual Report of the Company. The Annual Report is also uploaded on the website of the Company at [www.mmpil.com](http://www.mmpil.com).

### SECTION E: PRINCIPLE-WISE PERFORMANCE:

#### Principle 1

1. **Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/Others?**

Ethics and integrity is at the very heart of the work culture at MMP. Our philosophy is to conduct the business with high ethical standards in our dealings with all the stakeholders that include employees, customers, suppliers, government and the community.

We follow a "Code of Conduct" with the underlying philosophy of conducting our business in an ethical manner as enshrined by our values and beliefs. This helps in creating a work environment that is conducive to our employees and our associates. The Code sets out the guidelines to be followed by each member of the group.

Our Company also has a Whistle Blower Policy which allows employees to bring to the attention of the Management, promptly and directly, any unethical behaviour, suspected fraud or irregularity in the Company practices.

The MMP's Code of Conduct as well as the Vigil Mechanism and Whistle Blower Policy ensure that highest standards of personal and professional integrity are maintained within the organisation.

The Company has set the highest standards in transparency to not just maintain but also grow the confidence of all its stakeholders.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

No complaints relating to ethics, bribery and corruption were received during FY 2022-23.

## Principle 2

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

Our robust commitment to ensure compliance with relevant standards of health and safety commences at the initial stage, wherein appropriate health and safety elements across manufacturing, delivery and consumption are identified and evaluated.

MMP Industries Limited ('MMP' or 'the Company') is engaged in manufacturing of aluminium products. The aluminium product range includes pyro and flake aluminium powders, atomised aluminium powders, aluminium foils, aluminium pastes, aluminium conductors.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):**

- (a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

The Company is continuously engaged in energy conservation (please refer Annexure to Board's Report) with a view to optimize resources use. Further, it is involved in reducing wastages / rejections during manufacturing process (including that of suppliers).

- (b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

In addition, using electricity in Office / factory buildings with more power saving equipment's resulted in significant power saving

3. **Does the company have procedures in place for sustainable sourcing (including transportation)? Also, provide details thereof, in about 50 words or so.**

Sustainable sourcing at MMP represents contribution to the Energy management, Environment responsibility, Occupational Health & safety and Social networking. The company has ISO 14001 to cover the environmental management system to effectively manage its activities like manufacturing, storage and use of explosives and chemicals. To improve the protection of human health working inside the factory as well nearby areas SIIL has adopted the approach of OHSAS 18001.

4. **Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

The company encourages the procurement of goods and services from local and small producers surrounding its plant locations. Our contractors, who are engaged in operation and other works of plants mostly employee workmen from the nearby the villages. MMP distributes lots of works to the local vendors for its developments and we have better experience in getting in time supply.

5. **Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.**

The Company has policy to minimize generation of waste from the processes. We follow the guidelines and Authorisation for disposal of wastes to the Common Hazardous Waste Treatment, Storage and Disposal.

## Principle 3

Employee well-being and maintaining the work-life balance requirements has been of paramount important at MMP. The Company is an equal opportunity employer and makes employment decisions based on merit and business needs.



1. Please indicate the Total number of employees.	452
2. Please indicate the Total number of employees hired on temporary/contractual/casual basis.	544
3. Please indicate the Number of permanent women employees.	6
4. Please indicate the Number of permanent employees with disabilities	Nil
5. Do you have an employee association that is recognized by management.	Yes. We have recognised Trade Union constituted in terms of Act at the manufacturing facilities of the Company at Bhandara.
6. What percentage of your permanent employees is members of this recognized employee association?	62.21%
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.	There were no complaints during and as on the end of the Financial year

**8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

Safety being one of the core values for which the Company is committed to. Company's management believes that providing safe work place is their key responsibility. We make sure that our premises, operations and systems are safe. The Company's safety policies cover all the manufacturing locations.

Company provided safety & skill up-gradation training to concerned employees on need basis including casual employees.

**Principle 4: Stakeholders Engagement**

**1. Has the company mapped its internal and external stakeholders? Yes/No**

Yes, the key stakeholders of the Company are employees, government authorities, suppliers, shareholder and society at large. Further, Stakeholder engagement helps your Company in decision making, in delivering commitments.

**2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.**

Yes, For the Company all the stakeholders are equally important. However, CSR programmes of the Company are directed towards providing benefit to poor and needy people of the society.

**3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof.**

As a part of CSR initiatives of the Company, considerable importance is given to disadvantage vulnerable and marginalized stakeholders.

**Principle 5: Human Rights**

**1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

While the Company or its JV do not have stated policy on human rights, it has been practicing to respect human rights as a responsible corporate citizen, without any gender discrimination and exploitation. It believes in providing equal opportunity and to remunerate them in a fair manner commensurate with skills and competence.

**2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

During FY 2022-23, the Company has not received any complaints from any stakeholder pertaining to the human rights.

**Principle 6: Environment**

**1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors /others.**

We have a Safety, Health and Environment mechanism in place and initiative actions to protect environment in all our manufacturing processes. This mechanism is applicable to all its manufacturing locations.

2. **Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.**  
Yes, as responsible corporate entity, the Company on periodic basis assess legal and environmental issues for its manufacturing facilities. The Company takes conscious efforts to reduce, reuse, recycle and reclaim vital resources.
3. **Does the company identify and assess potential environmental risks? Y/N**  
Yes, it is the endeavour of the Company to continuously evaluate and subject its process to stringent scrutiny to minimize the impact of its manufacturing operations on the environment.
4. **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof. Also, if Yes, whether any environmental compliance report is filed?**  
No, the Company is not directly associated with any project related to clean development mechanism.
5. **Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**  
The Company has put in special efforts for conservation of energy and to save natural resources by optimising product process.
6. **Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**  
Yes. The emission / waste generated by the Company are within the permissible limits.
7. **Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**  
No such notices pending un-answered during and at the end of the financial year.

#### Principle 7: Responsible Advocacy

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**  
a) Vidarbha Industries Association (VIA).
2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others).**  
The Company is continuously in touch with various trade organization / associations for improvement of various economic and social policies.

#### Principle 8: Inclusive Growth

1. **Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**  
Yes. The details are forming part of annexure to Board's Report (CSR annexure). A firm has to work closely with its ecosystem to create a sustainable & inclusive growth for all.
2. **Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**  
The Company's social projects are carried on under the company's CSR Policy for community welfare, providing education, rural development. Collaborative partnership / association with external agencies are formed for implantation of the projects.
3. **Have you done any impact assessment of your initiative?**  
Yes, internal CSR team and in some cases external agencies do assess the impact of some of our CSR activities. Such assessments are carried out after completion of the project / activity.
4. **What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.**  
The Company has spent / incurred expenditure on CSR activities as detailed in annexure to Board's Report.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

Yes. CSR activities were pursued in line with the Company's policy and framework. The first step in the process is to identify target class or community that requires intervention. The Company continuously monitors various parameters such as health, education, sustainable live-hood process, rural infrastructure among others.

**Principle 9: Customer Value**

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

The Company is regular in resolving complaints received from the Customers and they are very small in numbers.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)**

MMP adheres to all compliance of product information and product labelling.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

There are no cases filed by any Stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/ or anti-competitive behaviour.

4. **Did your company carry out any consumer survey/ consumer satisfaction trends?**

Customer Satisfaction is significant to MMP as it ensures the its overall reputation and brand promise in the geographies it operates in. The Company takes feedback from the customers through various interactions / communications.

## ANNEX – G TO BOARD’S REPORT

## CERTIFICATE

**Sexual Harassment of Women at the Workplace and its Prevention, Prohibition & Redressal**  
**[Pursuant to Section 22 & 28 of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013]**

This is to certify that :-

MMP Industries Limited (“the Company”) has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees, etc) are covered under this Policy.

The following is the summary of sexual harassment complaints received and disposed-off during the current financial year under review i.e. Financial Year 2022-23 ended 31 March 2023:-

Number of Complaints received	Nil
Number of Complaints disposed off	Nil, Hence Not Applicable

## For and on behalf of the Board

Sd/-  
**Arun Raghuvirraj Bhandari**

Managing Director

DIN – 00008901

Sd/-  
**Lalit Bhandari**

Whole-time Director

DIN - 00010934

**Place : Nagpur**

**Dated : 29<sup>th</sup> July 2023**

## Management Discussion and Analysis

### GLOBAL ECONOMY

The global economy continues to be on course of a sharp slowdown, with a worsening outlook 2023 and below-trend growth forecast for 2024. The looming energy crisis in Europe, the rise in the cost of living, the sharp tightening of global financial conditions, and the slowdown in China are major factors clouding the dimmed growth outlook for the world. Much of the global slowdown over the forecast horizon is accounted for by major economies, which will also weigh on demand in emerging and developing economies (EMDEs). After recovering to an estimated 5.5% in 2021, the global economic outlook for 2023 is among the weakest in decades, with global real GDP growth forecast to increase by 2.3% in 2023, further down from 3.3% recorded in 2022. due to the ongoing COVID -19 flare-up, weakening fiscal support, and persistent supply bottlenecks result Russia-Ukraine invasion.

Slowdown of the economy in 2023 will come with a widening divergence in growth rates between advanced and emerging markets, led by China's post-pandemic economic rebound. Pent-up demand is expected to boost consumption in China resulting in substantial regional growth effects, with tourism and commodities benefiting in particular. China's growth will further support momentum in Asia Pacific, a region that includes the fastest growing emerging economies globally in 2023, including India, Indonesia, the Philippines and Vietnam. Although the slowdown in advanced economies will weigh on commodities and manufacturing exporters in the region, these countries are expected to maintain significant growth momentum, nonetheless.

Economies, businesses and consumers are facing a new economic reality as the world is entering a period of slowing growth, high inflation, higher interest rates, and with uncertainties around commodities and labour supply, as well as shifts in the nature of globalisation. While the global outlook remains uncertain, understanding key economic issues that are likely to decide business outcomes become more important than ever for global companies.

### INDIAN ECONOMY

After a long period of balance sheet repair in the financial and corporate sector, the financial cycle in India is poised to turn upward, staging a full recovery in FY22 ahead of many nations and positioning itself to ascend to the pre-pandemic growth path in FY23. As the health and economic shocks of the pandemic and the spike in commodity prices in 2022 wear off, the Indian economy is well placed to grow in the coming decade, similar to the growth experience of the economy after 2003. With monetary tightening, the US dollar has appreciated against several currencies, including the rupee. However, the rupee has been one of the better-performing currencies worldwide, but the modest depreciation it underwent may have added to the domestic inflationary pressures besides widening the CAD. For FY23, India has sufficient forex reserves to finance the CAD and intervene in the forex market to manage volatility in the Indian rupee.

Agencies worldwide continue to project India as the fastest-growing major economy at 6.5-7.0 per cent principally led by private consumption and capital formation in FY23. The uptick in private consumption has also given a boost to production activity resulting in an increase in capacity utilisation across sectors. Measures taken by the government and RBI, along with the easing of global commodity prices, have finally managed to bring retail inflation below the RBI upper tolerance target in November 2022. Recent estimates of India's GDP growth for FY24 by several multilateral agencies continue to subscribe to the view that, despite the global challenges, India will show a robust growth which is close to 6%.

The World Bank, in its India Development Update 2, has projected India's real GDP growth at 6.3% in FY24. In its assessment, India's economy has been relatively resilient to uncertain external conditions. Domestic demand is expected to remain robust despite an expected moderation in consumption growth due to rising borrowing costs, slower income growth and continued fiscal consolidation. Investment is expected to be supported by the government's sustained Capex push and improved corporate and banking sector balance sheets due to healthy corporate profits and a reduction in non-performing assets (NPAs) respectively.

The Capital Expenditure (Capex) of the central government, which increased by 63.4 per cent in the first eight months of FY23, was another growth driver of the Indian economy in the current year, crowding in the private Capex since the January-March quarter of 2022. Consequently, the credit growth to the Micro, Small, and Medium Enterprises (MSME) sector has been remarkably high, over 30.6 per cent, on average during Jan-Nov 2022, supported by the extended Emergency Credit Linked Guarantee Scheme (ECLGS) of the Union government. High frequency indicators signal the ongoing recovery in the Indian economy. Manufacturing PMI remained above the threshold of 50 for the 21st consecutive month in March 2023, with its level at a three-month high of 56.4 as compared to 55.3 in February 2023.

Significant initiatives have been introduced under Aatmanirbhar Bharat and Make in India programmes to enhance India's manufacturing capabilities and exports across the industries. Sector specific Production Linked incentives (PLI) have been introduced in the aftermath of the pandemic to incentivise domestic and foreign investments which will significantly boost production, exports and employment in the medium term; however, its impact will be visible only with time.



India's gross FDI has increased from an average of 2.2 per cent of GDP during FY05-FY14 to 2.6 per cent in FY15-FY22. The highest-ever annual gross FDI inflow of USD 84.8 billion was recorded in FY22. These trends are an endorsement of India's status as a preferred investment destination amongst global investors.

## **ALUMINIUM INDUSTRY**

Aluminium's low density and ability to withstand corrosion through the passivation phenomenon makes this metal and its alloys critically important to the aerospace, transportation, and construction industries. The major drivers of the Aluminium market are rising environmental concerns, increased applications of the product in making aluminium sheets, consumption of aluminium in the manufacturing of aircraft, growing use of the material in electrical engineering as well as machinery and equipment industries, technological advancement, upward swing in the construction industry, and rising population.

Aluminium is highly preferred by automotive engineers and designers in the production of lightweight as well as electronic vehicles for its properties of reducing emissions and increasing fuel economy. Al can be recycled into various products such as car bodies and tractor-trailers. Additionally, recycling secondary Al does not reduce the metal quality, thereby allowing it to be recycled indefinitely. The production of recycled metal requires only about 5% of the energy required to produce new Al metal. In addition, any scraps left during the production process can be melted down and reused repeatedly. As a result, approximately 75% of all Al metal produced is still in use today. For instance, recycling aluminium cans saves natural resources and energy and reduces the pressure on landfill sites. Making new cans from recycled metal saves almost 95% of the energy used to make cans from the bauxite ore. Moreover, the rising emphasis on consuming sustainably sourced products is expected to further drive metal recycling operations and is likely to boost the market growth.

The global aluminium market is expected to grow at a CAGR of 3.63% in the period of 2023-2028, supported by the rising demand from end-uses such as transport, machinery and equipment, and construction. The Asia Pacific and the Americas are two regions with mature markets, with the Asia Pacific likely to dominate future growth rates. Aluminium is widely produced in Asia Pacific countries such as China, India, Russia, Canada, and the UAE. China is a major producer of aluminium, accounting for more than half of the global output. Capacity expansions in aluminium manufacturing facilities are expected in several Asia Pacific, Middle Eastern, and African countries.

India's ongoing progress is evident in the expansion of transportation, construction, and power industries, aimed at bolstering infrastructure to accommodate the increasing population driven by rapid migration to urban centres. This development is expected to present favourable growth prospects for the aluminium market in the foreseeable future. India's hunt for extracting aluminium from its ore started in 1808 and took more than four decades to bring it to production. India is considered to be the fifth largest producer of aluminium in the world with a tremendous bauxite reserve of about 3 billion tonnes. While major consumption of aluminium in India is done by the electrical (31%) and B&C sectors (13%), Aluminium is the second most used metal in the world after steel with an annual consumption of 88 Million Tonnes (including scrap). Aluminium consumption in India at 2.5 kg per capita is much below the global average of 11kg per capita. India's significant bauxite reserves, accounting for approximately 10% of the global total, coupled with a thriving aluminium sector, augurs well for the country. This advantageous position allows India to leverage its reserves to meet the growing demand for aluminium. In domestic demand for aluminium is projected to witness a notable increase of 8-10%.

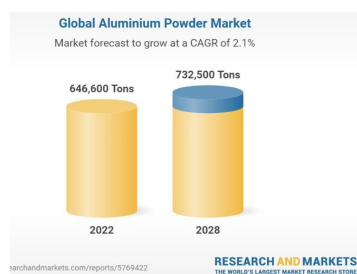
In summary, the outlook for the Aluminium market remains optimistic, with sustained growth expected in the coming years. Increasing consumer demand, advancements in technology, and investments from key industry players are poised to drive growth and advance innovation within the market.

## **INDUSTRY AND SECTOR WISE PERFORMANCE**

### **Aluminium Powder**

Aluminium powder is an odourless, fine, granular, silvery-white to grey powder made from aluminium metal. It is a reactive and flammable material that is produced by stamping and ball-milling foils in the presence of fatty lubricants such as stearic acid, edible vegetable oil, and food-grade fatty acids. Generally, it is manufactured in four forms- atomised aluminium powder, aluminium flake powder, aluminium paste, and aluminium pigment powder. Some of the major industries where it is widely used include metallurgy, chemicals, paints and pigments, and construction, among others. The powder is denser than water and is widely used in the production of with a wide range of organic and inorganic chemicals. Aluminium powder is utilized in the construction industry as it forms an essential component in the production of lightweight concrete. When aluminium powder is oxidised, it undergoes exothermic reactions. In combination with oxygen, it is used in the aerospace and defence sector for launching rockets. It has high corrosion resistance and is effective in increasing the lifespan of the product. This has led to an increasing demand for aluminium powder in the electronics industry and as the main ingredient in the production of solar cells. Moreover, environmental concerns have encouraged manufacturers to adopt green manufacturing practices to

minimize operating costs and reduce energy and utility bills which is acting as a major trend in the market.



The global aluminium powder market size reached 646,600 Tons in 2022. Research & Markets Group expects the market to reach 732,500 Tons by 2028, exhibiting a growth rate (CAGR) of 2.1% during 2022-2028 driven by the rapid urbanisation, growth of commercial mining explosions in the countries, growing paints and coatings sector, and rapid technological advancements. The leading regions in the market are North America, Latin America, the Asia Pacific, Europe and the Middle East and Africa, with the Asia Pacific region expected to account for a significant share of the global market for aluminium powder due to government investments in infrastructure development activities and rising population in India and China. Demand of aluminium powder for residential and commercial infrastructure is bolstering as it is used to impart lustre and finishing to paint

and coatings. Meanwhile, North America is also expected to witness a growth due to increased demand for aluminium powder in the aerospace industry.

The Indian aluminium powder market reached a volume of nearly 36034.7 tons in 2020. The industry is further expected to grow at a CAGR of 6% over the period of 2023-2028 to attain a volume of 50254.6 tons by 2026. The key market trend guiding the growth of the aluminium powder market include the growing expenditure by the key players in research and development of the product. The major players in the industry are The Metal Powder Company Limited, **MMP Industries Ltd.**, and The Arasan Aluminium Industries (P) Ltd., among others.

### Construction and Housing

Despite near-term challenges in certain construction sectors and surge in construction costs, medium to long term growth story in India remains intact on the back of robust government spends on infrastructure projects through 2022, a trend that is projected to further continue in 2023. Construction industry in India is expected to grow by 12.0% to reach INR 45,907 billion in 2023. The growth momentum is expected to continue over the forecast period, recording a CAGR of 9.9% during 2023-2027. The construction output in the country is expected to reach INR 66,954.8 billion by 2027.

The growth of the construction industry in 2023 will be supported by government investment to complete major infrastructure projects ahead of the 2024 elections. Additionally, investment in transport, electricity, and housing projects will also help the growth of the market over the rest of the period 2023-2027. The key sectors in the Indian construction market include commercial construction, industrial construction, infrastructure construction, energy and utilities construction, institutional construction, and residential construction.

The residential construction sector was the largest in India's construction market in 2022, followed by energy and utilities construction, infrastructure construction, and others. Despite the interest rate hikes by Reserve Bank of India the growing residential sales volume has led to a recovery in the real estate market. Although the initial rate hikes have had minimal effect on the demand for residential units in India, it is anticipated that subsequent increases will start impacting the sales of housing units in 2023. This will directly impact the monthly instalments paid by homebuyers, potentially leading to a significant decline in consumer affordability.

In January 2023, the Indian government has entered into a loan agreement with the Asia Development Bank worth US\$1.2 billion for funding infrastructure development in India. This includes the upgrade of 300 kilometres of state highways and district roads in Assam, US\$300 million to improve the connectivity of the metro rail system in Chennai, and US\$350 million to improve connectivity with key economic areas in Maharashtra. The loan agreement is expected to cover the development activities of highways in the North-eastern state of Assam and Tripura.

- As part of the Sagarmala Program, more than 610 projects with a total cost of USD 10.5 million will be carried out between 2015 and 2035.
- Bharatmala Pariyojana is a new highway umbrella program that focuses on improving the efficiency of freight and passenger movement across the country by bridging critical infrastructure gaps.
- In 2022-2023, the PM Gati Shakti Master Plan for Expressways is implemented, allowing for faster transit. The National Highway network would be expanded by 25,000 kilometers in 2022-2023, at a cost of INR 20,000 crore (USD 2417670).
- The government approved the development of 21 greenfield airports in the country in January 2022. In the next four to five years, the Airports Authority of India (AAI) plans to create new airports as well as expand and upgrade many existing airports at a cost of USD 338 million.

As the national government continues to prioritize infrastructure development, it is likely to enter into more such agreements over the next three to four years. This will keep driving investment in the sector, thereby supporting the growth of the construction industry in India.

### Explosives for Mining & Infrastructure

Industrial explosives are highly hazardous blasting agents made from hydrogen, carbon, oxygen, and nitrogen. When efficiently ignited, they transform into gases at high pressure and temperature, through a process called blasting, that causes rocks to break apart to withstand construction and mining activities. Industrial explosives aid in eliminating toxic gas production and reducing the labour costs and time required for safe and efficient mining, thereby optimizing commercial operations. Consequently, industrial explosives are extensively used in the mining, quarrying, and construction industry after their assessment based on various parameters, including density, storage life, the velocity of detonation (VOD), and water resistance. At present, they are commercially available in ammonium nitrate fuel oil (ANFO), slurries, emulsions, and water gel explosive types.

The global mining explosive market was worth US\$ 10.2 billion in 2022 and is expected to grow significantly to US\$ 30.2 billion by 2030 as per DataM intelligence report. During the period (2023-2030), the market is expected to grow at a CAGR of 5.9%. The growth of the mining explosive market is being fueled by the rising demand for explosives in the global metal mining industry. The level of mining activity worldwide directly influences the need for mining explosives. As the global demand for metals, minerals, and other resources continues to rise, there is a corresponding increase in the demand for mining explosives used in the extraction and processing of these resources. The global industrial explosives market, categorized by end-use industry, includes mining, construction, and other sectors. Currently, mining holds the largest market share.

**India** recently announced the discovery of substantial lithium reserves, an essential rare element in the production of electric vehicles. The Salal-Haimana area of Reasi district in Jammu and Kashmir has been identified by the Geological Survey of India as containing approximately 5.9 million tonnes of lithium. However, India currently lacks the necessary technology for extracting and processing lithium. With a significant number of metal-producing mines and a robust demand for industrial explosives in the metal mining sector, India anticipates a substantial surge in the requirement for ammonium nitrate explosives as the mining industry expands in the region.

### Aluminium Foil

Aluminium foil is a thin film made of an aluminium alloy with 92% to 99% aluminium content with thickness typically between 6 m and 0.2 mm. It is made from aluminium obtained through the Bayer refining process, which is melted and then rolled into thin foil films and formed to hundreds of specifications for applications such as thermal insulation, fin stock, capacitors, and packaging products. Aluminium foil's popularity stems from several factors, including its easy availability of raw materials, long durability, and non-toxic nature. Furthermore, aluminium foil is resistant to chemical attack and offers excellent electrical and magnetic shielding.

Packaging is an essential part of the food supply chain in this era given growing consumer awareness leading to increase in demand for fresh and safe food. Aluminium foils are light, easily recyclable, and flexible compared to other packaging materials. The upsurge in demand for packaged food and beverages, coupled with the growing trend of on-the-go eating habits is driving the demand for aluminium foil in the food and beverage industry. Aluminium foil is also extensively used in the pharmaceutical industry for packaging medicines, as it offers protection against moisture, light, and air, which can degrade the medicine's effectiveness. It is also used in the packaging of cosmetics and personal care products to maintain their freshness and prevent contamination.

The global aluminium foil market size was valued at USD 25.79 billion in 2022 and is expected to grow at a compound annual growth rate (CAGR) of 5.5% from 2023 to 2030. The expansion of the global packaging industry is expected to drive market growth for aluminium foil due to its extensive utilization in packaging various products, including food, beverages, cosmetics, and pharmaceuticals. The increasing demand for electric vehicles (EVs) and the growing requirement for air conditioning systems are expected to further augur growth for aluminium foils. The Asia Pacific region is the largest market for aluminium foil, accounting for a significant share of global demand. The region's dominance is attributed to the growing population, rapid urbanization, and increasing demand for packaged food and beverages, pharmaceuticals, and personal care products. China and India are the leading consumers and producers of aluminium foil in the region.

MMP Industries manufactures aluminium foil for pharmaceutical sectors, food packaging sector and home foil / containers at Umred MIDC, near Nagpur. All customers, especially the pharmaceutical companies prefer buying all their products from a single source under one roof and our plant is well placed to serve this need.

### Aluminium Conductors & Cables:-

The outlook for the aluminium wire and cable market in 2023 and the future is subject to various factors that encompass global supply and demand dynamics, trade policies, the evolution of industry standards, and advancements in technology. Since Aluminium has a superior conductivity-to-mass ratio than copper, it is used to wire power grids, such as overhead power transmission lines and local power distribution lines for aircraft power wiring. It is lightweight, durable, and corrosion-resistant, making it an ideal material for these industries. Given aluminium fasteners have become more prevalent, the need for aluminium wires has increased over the past several years with several organizations striving to develop these alloy wires. The manufacturers have been creating and innovating to enhance conductivity, flexibility, bending ability, as well as mechanical strength, which is something that improves the automobile.

The aluminium wire market attained \$50.7 billion in 2021 and is projected to reach \$69.7 billion by 2031, growing at a CAGR of 3.3% from 2022 to 2031 as per research & Markets. Technological advancements are also driving innovation in the aluminium wire and cable market. One of the key drivers of pricing growth in the aluminium wire and cable market is the rising demand for electricity across various industries, including construction, automotive, and power generation.

### Pesticides

India is primarily an agrarian country, with agriculture providing a living for more than half of the population. However, agriculture's contribution to the country's economy has been declining in recent years, the reason being lower crop yields in India compared to North American and European regions, as well as in comparable countries such as China. India is currently the fourth-largest producer of agrochemicals after the United States, Japan, and China.

Farmers are focusing on increasing production through proper pest management and the use of crop protection products, such as insecticides, fungicides, and nematicides. Pesticides represent the last input in an agricultural operation and are applied for preventing the spoilage of crops from pests such as insects, fungi, weeds, etc thereby increasing the agricultural productivity. The significance of pesticides has been rising over the last few decades catalysed by the requirement to enhance the overall agricultural production and the need to safeguard adequate food availability for the continuously growing population in the country. Government and private initiatives are increasing the awareness of pesticides among farmers. In various parts of the country, farmers are being educated on the proper use of pesticides, application methodology, and chemicals. Pesticide penetration levels in India are significantly lower than in other major countries, indicating that the pesticide market is still largely unexplored, with room for future growth.

The global Agricultural Pesticides market was valued at US\$ 103490 million in 2022 and is projected to reach US\$ 145850 million by 2029, at a CAGR of 5.0% during the period 2023-2028. The Indian pesticides market size reached **INR 229.4 Billion in 2022. IMARC Group expects the market to reach INR 342.3 Billion by 2028, exhibiting a growth rate (CAGR) of 6.6% during 2023-2028.** Aluminium powder made by the Company is used as a fumigant in warehouses where grains are stored. With all government warehousing overflowing with grains demand for this product is expected to double in 2-3 years specially with the normal monsoon in the current year.

### COMPANY OVERVIEW

MMP Industries Limited ('MMP' or 'the Company') is engaged in the manufacturing of aluminium products at locations in and around Nagpur in the state of Maharashtra. The product range includes pyro and flake aluminium powders, atomised aluminium powders, aluminium foils, aluminium pastes, aluminium conductors & cables.

Aluminium powders (pyro, flake and atomised) are used in several industrial sectors like construction (AAC Blocks) and mining (aluminised slurry explosives), agriculture (pesticides), defence (ammunition), firecrackers, railways (thermit portions) etc. Aluminium foils are used in pharmaceutical, food packaging. Aluminium Conductors & cables are consumed by the power sector for laying of overhead transmission lines.

### ASSOCIATE COMPANIES / JOINT VENTURE COMPANIES

The Company has a joint venture with Toyo Aluminium K.K. of Japan, Toyol MMP India Private Limited (TMI), for the manufacturing of special grades of aluminium paste. The Company holds 26% equity in the new joint venture.

Star Circlips & Engineering Limited is an associate Company engaged in the manufacture of circlips, retaining rings, washers, shims and formed components mainly used in auto and auto component industries in which the Company holds 26.06% equity.

### EXPORT

MMP primarily exports its products to three main regions in the world that include Europe, Africa and the Middle East. The Company's products are now expected to be sold in Japan through our JV company TMI.

**OPPORTUNITIES**

Demand for aluminium is expected to pick up as the scenario improves for user industries like power, infrastructure, coal, mining and transportation.

The Company will also have access to various global Toyo marketing channels, which will help both the Aluminium powder and paste business. Since the Company produces certain powders not in the range of our JV partner Toyo Aluminium KK, this is an opportunity to open potential business in Japan through TMI.

Negotiations are also currently on for sale of powders in Europe, but remunerative pricing is still an unresolved issue. However, once aluminium price volatility stabilizes, the Company expects its business to materialize.

With the installation of special machinery and process development assistance from our JV partner, the Company will produce special fractions of powders for bulk usage in space applications and specialized defence applications.

**THREATS**

Economic and industrial growth is going to be adversely impacted for the foreseeable future due to the pandemic and other external challenges. The uncertainty of how long this will persist cannot be ascertained.

The volatility in the prices of important raw materials such as Aluminium is another challenge with the rapidly changing global economic scenario. This impacts business of all aluminium user segments.

The manufacturing and handling of Aluminium Powder is inherently hazardous and there is always a risk of accidents in the plant. MMP is OHSAS and EMS certified and gives prime importance to the safety of its people. The Company conducts regular safety audits and trainings to mitigate risks of an accident.

**CAUTIONARY STATEMENT**

The statements in the 'Management Discussion and Analysis' describing the Company's objectives, projections, estimates and expectations may be 'forward-looking statements' within the meaning applicable to securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand or supply and price conditions in the domestic and overseas markets, changes in the Government regulations, tax laws and other statutes and other incidental factors.

**For and on behalf of the Board**

**Sd/-**

**Arun Raghuvirraj Bhandari**  
**Managing Director**  
**DIN – 00008901**

**Sd/-**

**Lalit Bhandari**  
**Whole-time Director**  
**DIN - 00010934**

**Place : Nagpur**  
**Dated : 29th July 2023**



**CORPORATE GOVERNANCE REPORT – FY 2022-23**

Transparency and accountability are the two basic tenets of Corporate Governance. The core of Corporate Governance is based upon, inter-alia; the objective of maximizing the wealth of all the Stakeholders of the Company by making optimum utilization of resources at its disposal and fulfilling its obligations towards Corporate Responsibility and contributing to Nation Building to the best of its might. It also advocates the principles of transparency to be followed by the Company in all its decisions and actions; apart from furnishing full disclosures to the Board, its Shareholders and other Stakeholders. The above principles have been the guiding force for whatever we do and shall continue to be so in the years to come. The Company is committed to adhere to high standards of the Corporate Governance Code in words and spirit. It is also constantly taking review of systems and procedures to keep pace with changing corporate environment.

**Brief statement on the Company's Philosophy on Code of Corporate Governance**

At **MMP**, the Corporate Governance has been an integral part of the way we have been doing our business since inception. We believe that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the applicable laws coupled with adherence to the highest standards of transparency and business ethics. These main drivers, together with the Company's ongoing contributions to the local communities through meaningful "Corporate Social Responsibility" initiatives will play a pivotal role in fulfilling our renewed vision to be the most sustainable and competitive Company in our industry and our mission to create value for all our stakeholders.

Your Company has already implemented the Code of Corporate Governance as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015. The Company has also formulated various policies as required and/or in compliance with the Companies Act, 2013 read with the rules made there under as well as the Listing Regulations and accordingly, has formulated the necessary Committee(s) thereof. All the necessary and requisite information are being posted and updated from time to time on the Company's Website [www.mmpil.com](http://www.mmpil.com).

The Company always believes in compliances as applicable under various statutory and other rules or regulations governing the Company from time to time. As such, the Company is in due compliance of the provisions of Secretarial Standards [SS-1 for Meetings of the Board of Directors and SS-2 for General Meetings] in true sense and spirits.

**MANDATORY REQUIREMENTS****1. MMP PHILOSOPHY ON CORPORATE GOVERNANCE**

The Board of Directors and Management of MMP Industries Limited commit themselves to:-

- (i) Strive hard towards enhancement of Stakeholders value through
  - sound business decisions,
  - prudent financial management, and
  - high standards of ethics throughout the organization.
- (ii) Ensure transparency and professionalism in all decisions and transactions of the Company.
- (iii) Achieve excellence in Corporate Governance by
  - Conforming to and exceeding wherever possible, the prevalent mandatory guidelines on Corporate Governance, and
  - Regularly reviewing the Board processes and management systems for further improvement.
- (iv) Ensure health, safety and environment management by making it an integral part of the Company's business strategy and to actively promote awareness of health, safety and environment issues throughout the Company and to our business partners.
- (v) Implement, maintain and continuously improve an environment management system.
- (vi) Achieve excellence in all activities with the involvement of all employees to reduce cost, increase productivity & improve quality continuously with the aim of achieving **"Zero Failure, Zero Defect and Zero Accident"**
- (vii) The Vision and Mission of the Company

VISION	MISSION
To be the most preferred manufacturer and brand of aluminium foils, aluminium powders and aluminium conductors/cables for all user applications.	To consistently exceed customer's expectations of quality, cost and delivery through process optimization, system improvements and continuous customer interaction. To generate and sustain an atmosphere of trust and mutual respect with all stakeholders in the business and outside.



**2. BOARD OF DIRECTORS**

a. **Composition:** The Board of Directors of the Company as of 31<sup>st</sup> March 2023 consisted of:-

Sr. No.	DIN /PAN	Name	Designation
1	00008901	Mr. Arun Raghuvirraj Bhandari	Executive Director
2	00010934	Mr. Lalit Bhandari	Executive Director
3	08342116	Mr. Tenneti Narasimham Murthy	Executive Director
4	01176865	Mr. Mayank Arun Bhandari	Non- Executive Director
5	06923525	Mr. Karan Yudhistir Varma	Non- Executive Independent Director
6	06611145	Mrs. Sudha Sukesh Gandhi	Non- Executive Independent Director
7	02599024	Mr. Vijay Singh Bapna	Non- Executive Independent Director
8	00907147	Mr. Sunil Khanna	Non- Executive Independent Director
9	00271310	Mr. Sanjay Sacheti*	Non- Executive Independent Director
10	ADCPK2636D	Mr. Sharad Khandelwal	Chief Financial Officer
11	CKPPK2339P	Mr. Rakesh Kanzode**	Company Secretary & Compliance Officer

During the financial year 2021-22 ended 31<sup>st</sup> March 2022 under review:

-\* Mr. Sanjay Sacheti [DIN-00271310] has been appointed as Director (Independent, Non-Executive) of the Company with effect from 1<sup>st</sup> June 2022.

\*\*Cs Rakesh Kanzode, Company Secretary and Compliance officer of the Company has resigned from the office with effect from 27<sup>th</sup> May 2023 and CS Madhura Ubale has been appointed as Company Secretary and Compliance officer with effect from 1<sup>st</sup> June 2023.

b. **Meetings, agenda and proceedings etc. of the Board of Directors**

The attendance of Director/s at the Board Meeting/s and Forty-Eighth (49<sup>th</sup>) Annual General Meeting, details of their Directorship in other Companies, Partnership in other Firms or LLP and Membership in the Board Committees of the Company: -

- Five (5) meetings of the Board of Directors were held on 1) 30<sup>th</sup> May 2022 (2) 15<sup>th</sup> July 2022 (3) 9<sup>th</sup> November, 2022 (4) 1<sup>st</sup> February 2023 (5) 29<sup>th</sup> March 2023 during the Financial Year 2022-23 ended 31<sup>st</sup> March 2023 under review.
- Forty-Nine (49<sup>th</sup>) Annual General Meeting (AGM) was held on 29<sup>th</sup> August 2022.

Sr. No.	Name of Director	No. of Board Meetings Attended / Entitled	Whether Attended 49 <sup>th</sup> AGM	Directorship in Other Companies	Partnership in LLP's	Committee Membership	Directorship in other Listed Companies
1.	Mr. Arun Raghuvirraj Bhandari	5/5	Yes	4	--	--	--
2.	Mr. Lalit Bhandari	5/5	Yes	1	--	1	--
3.	Mr. Karan Varma	3/5	No	--	--	2	--
4.	Mrs. Sudha Sukesh Gandhi	2/5	No	1	--	--	--
5.	Mr. Vijay Singh Bapna	5/5	Yes	3	1	5	3*
6.	Mr. Sunil Khanna	5/5	Yes	1	--	1	--
7.	Mr. Tenneti Narasimham Murthy	5/5	Yes	--	--	--	--
8.	Mr. Mayank Arun Bhandari	4/5	Yes	4	--	--	--
9.	Mr. Sanjay Sacheti	3/4	Yes	4	-	5	-

\*Mr. Vijay Singh Bapna is Director in Three (3) Listed Companies namely:-

- i) Lagnam Spintex Limited (L17119RJ2010PLC032089);
- ii) Global Education Limited (CIN L80301MH2011PLC219291); and Resigned w.e.f. 30th June, 2023.
- iii) Usha Martin Limited (CIN L31400WB1986PLC091621)
  - Directorship in other Companies meant for Companies other than Foreign Companies.
  - Committee Membership meant for Chairman or Member of Audit Committee and Stakeholders' Relationship Committee of the Company and other companies also.
  - None of the Directors of the Company are inter-se related to each other except Mr. Arun Bhandari, Managing Director is father of Mr. Mayank Arun Bhandari and cousin of Mr. Lalit Bhandari, Whole-time Director and accordingly Mr. Mayank Arun Bhandari is nephew of Mr. Lalit Bhandari.
  - None of the Independent Director/s have any material pecuniary relationship or transactions with the Company other than receiving Sitting Fees for the Board and its Committee Meeting/s of the Company.
  - The Company ensures that all statutory, significant material information are placed before the Board or Committee/s of Board, for their information, consideration, review and approval, if any, to enable them to discharge their responsibilities as trustees of the large family of stakeholders. The Board periodically reviews compliance of all laws applicable to the Company.

#### **Scheduling and selection of Agenda items for the Board Meetings:-**

- All department/s of the Company schedule their work and plans in advance, particularly with regard to matters requiring consideration at the Board or its Committee Meeting/s of the Company.

#### **Post meeting follow-up mechanism**

- All important decisions taken at the Board or its Committee Meeting/s are promptly communicated to the concerned department/s. Action Taken Report on decisions and minutes of previous meetings are placed at the succeeding meetings of the Board and its Committee for their information, review, ratification and approval, if any.

#### **Code of Conduct for the Board of Directors and Senior Management:-**

- The Code of Conduct has already been communicated to all the Board and senior management members. The Code is also available on the Company's website [www.mmpil.com](http://www.mmpil.com). All the Board members and senior management personnel have confirmed compliance with the Code for the financial year 2022-23 ended 31<sup>st</sup> March 2023. The Annual Report contains a declaration to this effect signed by the Managing Director of the Company.

#### **c. Woman Director**

As per the provisions of the Companies Act, 2013 read with Listing Regulations, Mrs. Sudha Sukesh Gandhi, [DIN – 06611145], [Category–Non-executive, Independent], continued to be a Women Director on the Board of the Company.

#### **d. Separate Meeting of Independent Directors**

As stipulated by Schedule IV - Code of Independent Directors to the Companies Act, 2013 and the Regulations 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on Wednesday, 1<sup>st</sup> February 2023 to review inter-alia, the performance of all the Director/s including Executive Directors & Chairman and Key Managerial Personnel of the Company, and the Board including its Committees. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management, the Board and its Committees, which is necessary to effectively and reasonably perform and discharge their duties.

#### **e. Induction, Training and Familiarization Program for Board Members**

The provision of an appropriate induction program for new Directors and ongoing training for existing Directors is a major contributor to the maintenance of high Corporate Governance standards of the Company. Every such newly appointed Director is required to undergo through a formal induction program including the presentation from the Managing Director on the Company's manufacturing, marketing, finance and other important aspects. The Chief Financial Officer and the Company Secretary are jointly responsible for ensuring that such induction and training programs are provided to all such Directors. The Independent Directors, from time to time, request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise.

The induction for Director/s include interactive sessions with executive committee members, business and functional heads, visit to the manufacturing sites, visits to locations where the CSR activities have been carried out by the

Company, etc. On the matters of specialized nature, the Company engages services of outside experts and consultants for presentation and discussion with the Board members from time to time.

The presentations are made by the management team giving an overview and familiarize the Directors with the operations and business model of the Company. The Directors are also apprised about the Industry developments, new initiatives and strategy of the Company from time to time. The Board members were presented with reports, internal policies and periodic presentations at the Board and its Committee meeting/s. The Board members are also apprised of their roles, authorities, rights and responsibilities under various laws and regulations applicable to the Company, including but not limited to, the Companies Act, 2013 read with the rules made there under and the Listing Regulations.

**f. Evaluation of the Board's Performance**

During the financial year 2022-23 ended 31<sup>st</sup> March 2023, the Board continued with a formal mechanism for evaluating its performance as well as that of its Committees and individual Director/s, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board and its Committee/s, experience and competencies, performance of specific duties and obligations, governance issues, etc. Separate exercise was carried out to evaluate the performance of individual Director/s including the Chairman of the Board, who were evaluated on parameters such as attendance, contribution at the meetings, independent judgment, safeguarding of minority shareholders interest, etc. by framing suitable questionnaire.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Director/s. The Director/s were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committee/s with the Company.

**g. Key Board qualifications, expertise and attributes**

The Board comprises of qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees. The key qualifications, skills, and attributes which are taken into consideration while selecting candidates to serve on the Board are namely:- i) Experience / knowledge of Industry/ Sector; ii) Finance & Taxation; iii) Diversity; iv) Sales & Marketing; v) Projects; vi) Public Relations and vii) Sustainability and Environment, Social and Governance.

The list comprising the name of Board Members of the Company and the core skills, expertise and competencies possessed by them is given hereunder:

Name of Director	Skills / Expertise / Competencies							
	Industry Knowledge and Experience		Technical Knowledge / Skills/ Experience					Integrity & High Ethical Standards and ability to devote time and energy to their role
	Experience / knowledge of Industry/ Sector	Finance & Taxation	Diversity	Sales & Marketing	Projects	Public Relations	Sustainability and Environment, Social and Governance	
Mr. Arun Raghuvirraj Bhandari	√	√	√	√	√	√	√	√
Mr. Lalit Bhandari	√	√	√	√	√	√	√	√
Mr. Sanjay Sacheti	√	√	√	√	--	√	√	√
Mr. Karan Varma	√	√	√	√	--	√	√	√
Mrs. Sudha Sukesh Gandhi	√	--	√	√	--	√	√	√
Mr. Vijay Singh Bapna	√	√	√	--	√	√	√	√
Mr. Sunil Khanna	√	√	√	√	√	√	√	√
Mr. Tenneti Narasimham Murthy	√	--	√	--	√	√	√	√
Mr. Mayank Arun Bhandari	√	√	√	√	√	√	√	√

**h. Agenda**

All the meeting/s are conducted as per well designed and structured agenda. All the agenda item/s are backed by necessary supporting information, notes and documents (except for critical or unpublished price sensitive information, which is circulated at the meeting itself) to enable the Board and its Committee to take informed decisions. The agenda also includes item related to ratification, confirmation and approval, if any, of minutes of the previous Board and its

Committee meeting/s. Additional agenda item/s, if any, in the form of “Other Business” are included with the permission of the Chairman and with the requisite consent of majority of the Director/s of the Company. The agenda including notes thereof are generally circulated together with Notice, Seven (7) clear days prior to date of the Board and its Committee Meeting/s. In addition, the resolution/s passed by circulation, if any, for any business exigencies, were later placed in the ensuing Board Meeting for ratification and approval, if any.

The Companies Act, 2013 read with the relevant rules made there under, now facilitates the participation of Director/s in the Board and its Committee Meeting/s through video conferencing or other audio visual mode. Accordingly, the option to participate in the meeting through video conferencing (subject to technical aspects) was made available for the Director/s.

The Board periodically reviews the item/s required to be placed before it and in particular, reviews and approves the quarterly and yearly financial statements (Audited or Un-audited), statement of Deviation or Variation (Utilization of IPO proceeds), corporate strategies, business plans, annual budgets, projects and capital expenditure. The Board monitors overall operating performance, progress of major projects and review such other items which require Board's attention. It directs and guides the activities of the management towards the set goals and seeks accountability. It also sets standards of corporate behavior, ensures transparency in corporate dealings and compliance with all applicable laws and regulations. The agenda for the Board meeting covers item/s set out as per the various laws and regulations applicable to the Company, including but not limited to, the Companies Act, 2013 read with the rules made there under and the Listing Regulations to the extent these are relevant and applicable to the Company.

#### **i. Invitees and Proceedings**

Apart from the Board members, the Company Secretary is a Secretary to the Board and all its Committee/s, while the Chief Financial Officer (CFO) is invited to attend the Board Meeting/s as well as its Committee Meeting/s. Auditors and other senior management executives are called, as and when necessary, to provide additional inputs for the item/s being discussed by the Board and its Committee/s. The CFO makes presentation on the quarterly and annual operating financial performance and capital expenditure budget. The Managing Director, CFO and/or other Senior Executives make presentations on capital expenditure proposals and progress, operational health, safety and other business issues. The Chairman of various Board Committee/s regularly brief the Board on all the important matters discussed and decided at their respective Committee meeting/s, which are generally held prior to the Board meeting of the Company.

#### **j. Post Meeting Action**

Post meetings, all important decisions taken at the meeting were communicated to all the concerned officials and departments. An Action Taken Report is prepared and reviewed periodically by the Company Secretary for the action taken and pending for further action.

The matters considered at the Board Meetings, which needs to be disseminated to the investors at large, in terms of SEBI Regulations including Listing Regulations, were communicated through online submission to Stock Exchange i.e., NSE.

#### **k. Support and Role of Company Secretary**

The Company Secretary is responsible for convening the Board and its Committee meeting/s, preparation and distribution of agenda and other documents, recording of the minutes of the meetings. He acts as an interface between the Board and the management, provides required assistance or assurance to the Board and the management on compliance and governance aspects.

#### **l. Brief Profile of Directors**

##### **Mr. Arun Raghuvirraj Bhandari, Chairman & Managing Director [DIN - 00008901]**

**Arun Bhandari**, aged 66 years, is the Promoter, Chairman & Managing Director of the Company. He holds a Bachelor's degree in Technology in Chemical Engineering from the Banaras Hindu University, Banaras, India. He has experience of about 40 years in the manufacture of pyro technique aluminium powder, paste and conductors and also manufacturing of circlips, retaining rings and other carbon steel stampings and formed components. He has been on Board since 5<sup>th</sup> February 1981.

Presently he holds position as the Director of Toyal MMP India Private Limited and Director of Star Circlips & Engineering Limited, Mayank Fasteners Private Limited, Rohini Horticulture Private Limited. He is a Chairman of the Corporate Social Responsibility (CSR) Committee, Share Transfer Committee and Project Monitoring Committee, and a Member of Risk Management Committee and is an Invitee to Audit Committee of the Company. He is holding 69,59,461 equity shares (constituting 27.40% of Shareholding) in the capital of the Company.

##### **Mr. Lalit Bhandari, Whole-time Director [DIN - 00010934]**

**Lalit Bhandari**, aged 66 years, is a Whole-time Director of the Company. He is qualified as a Graduate, has been associated with the MMP Group of Companies since Year 1981. He has worked at various positions and has experience of about 40 years in the Aluminium powder and paste business and specifically, in project management.

Presently, he holds directorship in Rohini Horticulture Private Limited. He is a Chairman of Risk Management Committee; and a Member of Stakeholders' Relationship Committee, Corporate Social Responsibility (CSR) Committee, Share Transfer Committee and Project Monitoring Committee of the Company. He is not holding any equity shares in the capital of the Company.

**Mr. Karan Varma, Non-executive, Independent Director [DIN - 06923525]**

**Karan Varma**, aged 74 years, is a Non-executive, Independent Director of the Company. He is qualified as a Graduate. He has experience of about 50 years in various fields such as sales, service and administration. He has been on Board since 6<sup>th</sup> September 2014. He is a Chairman of Stakeholders' Relationship Committee; and a Member of Audit Committee and Corporate Social Responsibility (CSR) Committee of the Company. He is not holding any equity shares in the capital of the Company.

**Mrs. Sudha Sukesh Gandhi, Non-executive, Independent Director [DIN - 06611145]**

**Sudha Gandhi**, aged 68 years, is a Non-executive, Independent Director of the Company. She holds a Master Degree of Arts in English Literature from Jiwaji University, Gwalior. She has work experience of about 8 years as a Director of Suyog Chemicals Private Limited. She has been on Board since 18<sup>th</sup> August 2017.

She is a Member of Nomination & Remuneration Committee, Corporate Social Responsibility (CSR) Committee and Share Transfer Committee of the Company. She is not holding any equity shares in the capital of the Company.

**Mr. Vijay Singh Bapna, Non-executive, Independent Director [DIN - 02599024]**

**Vijay Singh Bapna**, aged 74 years, a Professional, holding Fellow Membership of the Institute of Chartered Accountants of India (ICAI) and a Member of the Institute of Directors, New Delhi. He has over 47 years of industry leadership experience, by holding various top level position/s, like President, CEO and Board Membership including Whole-time Directorship, for more than 27 years with the Companies in India, Thailand, Canada and USA like Aditya Birla Group, Reliance Petroleum, Balco (Vedanta Group), Indorama Petrochem (Bangkok), Welspun Resource (Australia), Essar Steel Algoma (Canada), Essar Steel Mineasota (USA) Ispat Industries (Now JSW Steel), Welspun Maxsteel Limited, Welspun Steel Limited and Remi Metal Gujarat Limited.

He was the Past Chairman of Sponge Iron Manufacturers Association, Past Vice-Chairman of Cold Rollers Association and Coated Manufacturers Association. He is an Independent Director of Usha Martin Limited, Global Education Limited and Lagnam Spintex Limited.

He is a Chairman of Audit Committee; and a Member of Nomination & Remuneration Committee of the Company. He is not holding any equity shares in the capital of the Company.

**Mr. Sunil Khanna, Non-executive, Independent Director [DIN - 00907147]**

**Sunil Khanna**, aged 66 years, a Technocrat, holds a Bachelor's Degree in Electronics Engineering from Indian Institute of Technology, Banaras Hindu University (BHU) and also holds a Post Graduate Degree in Electronics Engineering (Communication) from Indian Institute of Technology, Kanpur. He started his career in 1978 with Hindustan Aeronautics Limited as a Design Engineer. Later, he joined DCM Data Products and ABB Group, on various positions in India, Singapore and Indonesia. He has almost 43 years of vast experience in different industries including Oil, Gas, Chemicals, in various position/s in Systems, Designs, Strategic Relations, Departments, in India and abroad.

Presently, he is the Managing Director of Vertiv Energy Private Limited and Additional Director in Radian Finserv Private Limited. He is a Chairman of Nomination & Remuneration Committee; and a Member of Audit Committee and Risk Management Committee of the Company. He is not holding any equity shares in the capital of the Company.

**Mr. Tenneti Narasimham Murthy, Whole-time Director [DIN - 08342116]**

**T. N. Murthy**, aged 53 years, is a Whole-time Director of the Company. He holds Master's Degree in Sociology. He has also completed Post Graduate Diploma in Industrial Relations and Personnel Management (PGDIRPM) and Post Graduate Diploma in Human Resource Management (PGDHRM). He has over 27 Years' corporate working experience in various aspects of Human Resources, Industrial (Employees) Relations, Contract Management, Welfare, Administration, Training & Development, Performance Appraisal, and related activities, including Statutory Compliances. He is associated with the Company since February 2018 as General Manager (HR and Admin).

He joined the Board of Directors as a Whole-time Director since 2<sup>nd</sup> February 2019. He is a Member of Risk Management Committee of the Company. He is not holding any equity shares in the capital of the Company.



**Mr. Sanjay Sacheti, Independent Director [DIN - 00271310 ]**

Mr. Sanjay Sacheti is currently Country Manager of Olam Agri India Pvt Ltd which is one of the Indian subsidiaries of the Singapore headquartered global agribusiness, Olam Group Ltd. In a career spanning around 34 years, he has also worked with various MNCs and Indian corporate houses like Unilever, ITC ConAgra, the Tata group and the Eicher group.

He is a Chartered Accountant and a Company Secretary.

Beyond his professional life, he likes to indulge in various outdoor activities like horse riding, tennis, motor biking & cycling. He is also an avid traveler.

**AUDIT COMMITTEE****(a) Constitution**

The Board of Directors has, constituted the Audit Committee of the Company in due compliance of applicable provisions of laws, rules and regulation governing it. Mr. Vijay Singh Bapna act as the Chairman of the Committee. All other members including Chairman of the Audit Committee are the Non-executive, Independent Director/s of the Company. They all possess requisite knowledge of accounts, audit, finance, taxation, internal controls, etc.

**(b) Terms of Reference, Roles & Responsibility of the Committee is as follows:-**

Pursuant to Regulation 18(3) read with Part C of Schedule - II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the terms of reference, roles and responsibilities of the Audit Committee shall include, amongst others, 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 permissible services rendered by the statutory auditors;
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 judgement 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 or 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 or notice and the report submitted by the monitoring agency monitoring the utilisation 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 dividends) and creditors;
18. to review the functioning of the Whistle Blower Mechanism;
19. approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
20. carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. 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 existing as on the date of coming into force of this provision.
22. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

**The Audit Committee shall mandatorily review the following information:**

- management discussion and analysis of financial condition and results of operations;
- statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- management letters or letters of internal control weaknesses issued by the statutory auditors;
- internal audit reports relating to internal control weaknesses; and
- the appointment, removal and terms of remuneration of the Internal Auditors shall be subject to review by the Audit Committee.
- Statement of deviations:
- quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
- annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

In addition to above:

- The Audit Committee shall have discussions with the Statutory Auditors on the audit of the quarterly, half-yearly and yearly financial statement/s, the yearly audit plan, matters relating to compliance of Accounting Standards and Policies, their observations arising from the audit of the Company's financial statements and other related matters.
- The Audit Committee during its meetings shall review with the management and auditors (both external and internal) on all issues which are required to be reviewed by the Audit Committee pursuant to the Companies Act, 2013 and Listing Regulations. The Audit Committee shall also review the observations of the Internal and Statutory Auditors in relation to all areas of operations of the Company as also the Internal Control Systems. The Audit Committee shall also review the actions taken by the Company on various observations and queries of the Auditors.

**(c) Composition:-**

**Chairman :** Mr. Vijay Singh Bapna, Non-executive, Independent Director

**Members :** Mr. Sanjay Sacheti, Mr. Mayank Bhandari Non-Executive Director and  
Mr. Sunil Khanna, Non-executive, Independent Director/s of the Company.

**Secretary :** CS Rakesh M. Kanzode, Company Secretary

**(d) Invitees / Participants:-**

- (i) Mr. Arun Raghuvirraj Bhandari, Chairman & Managing Director
- (ii) CA Sharad Mohanlal Khandelwal, Chief Financial Officer

- (iii) Statutory Auditors
- (iv) Secretarial Auditors
- (v) Internal Auditors
- (vi) Cost Auditors

**(e) Meetings and Attendance:**

Four (4) meetings of the Audit Committee were held during the Financial Year 2022-23 ended 31<sup>st</sup> March 2023 on (1) 30<sup>th</sup> June 2022 (2) 15<sup>th</sup> July 2022 (3) 9<sup>th</sup> November 2022 (4) 1<sup>st</sup> February, 2023.

**Attendance**

Name of Director	Mr. Vijay Singh Bapna	Mr. Sanjay Sacheti	Mr. Mayank Bhandari	Mr. Sunil Khanna
No. of Meeting/s Attended / Entitled	4/4	2/3	3/4	4/4

**4. NOMINATION & REMUNERATION COMMITTEE****(a) Constitution:**

The Board of Directors has, constituted in due compliance of applicable provisions of laws, rules and regulation governing it. Mr. Sunil Khanna act as the Chairman of the Committee. All other members including Chairman of the Nomination & Remuneration Committee are the Non-executive, Independent Director/s of the Company.

**(b) Terms of Reference of the Committee is as follows:-**

Pursuant to Regulation 19(4) read with Part D of Schedule - II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the committee is empowered to:

- (a) identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;
- (b) formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Boards policy, relating to the remuneration for the directors, key managerial personnel and other employees;
- (c) while formulating the policy under (b) above, ensure that:-
  - i. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
  - ii. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
- (d) devising a policy on diversity of Board of Directors;
- (e) whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
- (f) recommend to the Board, all remuneration, in whatever form, payable to Senior Management;
- (g) such other functions or activities as may be assigned or delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015 / Listing Regulations].

**(c) Composition:-**

**Chairman :** Mr. Sunil Khanna, Non-executive, Independent Director

**Members :** Mr. Sanjay Sacheti and Mr. Vijay Singh Bapna, Non-executive, Independent Director/s of the Company..

**Secretary :** CS Rakesh M. Kanzode, Company Secretary

**Invitees / Participants:-**

- (i) Statutory Auditors
- (ii) Secretarial Auditors

**(d) Meeting and attendance**

One (3) meetings of the Nomination & Remuneration Committee were held during the Financial Year 2022-23 ended 31<sup>st</sup> March 2023 on (1) 30<sup>th</sup> May 2022 (2) 15<sup>th</sup> July 2022 and (3) 1<sup>st</sup> February 2023.

**Attendance**

Name of Director	Mr. Sunil Khanna	Mr. Sanjay Sacheti	Mr. Vijay Singh Bapna
No. of Meeting/s Attended / Entitled	3 / 3	2 / 3	3 / 3

- (h) The details of Sitting fees, Remuneration paid for the Financial Year 2022-23 and Commission, if any, for the Financial Year 2021-22 paid during the Financial Year 2022-23 are as under:-

Name	Designation	Sitting Fees	Total Remuneration	Commission for the FY 2022-23	Total Amount
Mr. Arun Raghuvirraj Bhandari	Chairman & Managing Director	-	1,34,40,000	-	1,34,40,000
Mr. Lalit Bhandari	Whole-time Director	-	28,20,000	-	28,20,000
Mr. Tenneti Narasimham Murthy	Whole-time Director	-	18,94,800	-	18,94,800
Mr. Karan Yudhishtir Varma	Non-executive, Independent Director	80,000	-	-	80,000
Mr. Mayank Arun Bhandari	Non-executive, Director	20,000	-	-	20,000
Mrs. Sudha Sukesh Gandhi	Non-executive, Independent Director	45,000	-	-	45,000
Mr. Vijay Singh Bapna	Non-executive, Independent Director	1,75,000	-	-	1,75,000
Mr. Sunil Khanna	Non-executive, Independent Director	1,75,000	-	-	1,75,000
Mr. Sanjay Sacheti	Non-executive, Independent Director	95,000	-	-	95,000

**5. STAKEHOLDERS' RELATIONSHIP COMMITTEE****Objective**

This Committee is responsible for the satisfactory redressal of shareholders or investors' grievances and such other functions or activities as may be assigned or delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and the Listing Regulations.

**Composition**

The Board of Directors has, constituted including re-constituted, the Stakeholders' Relationship Committee of the Company, from time to time in due compliance of applicable provisions of laws, rules and regulation governing it. The composition of Stakeholders' Relationship Committee are Mr. Karan Yudhishtir Varma, Non-executive, Independent Director, as its Chairman and Mr. Sanjay Sacheti, Non-executive, Independent Director and Mr. Lalit Bhandari, Whole-time Director, as the Committee member/s, while CS Rakesh M. Kanzode, is a Secretary to the Committee.

Pursuant to Regulation 20(4) read with Part D of Schedule - II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the terms of reference, roles and responsibilities, of the Stakeholders Relationship Committee shall be as follows:

- i) Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

- ii) Review of measures taken for effective exercise of voting rights by shareholders.
- iii) Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- iv) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- v) Such other functions as per Regulation 20(4) read with Part- D of Schedule - II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

#### Meeting and attendance

One (1) meetings of the Stakeholder & Relationship Committee were held during the Financial Year 2022-23 ended 31st March, 2023 on 15th July, 2022.

#### Attendance

Name of Director	Mrs. Karan Varma	Mr. Sanjay Sacheti	Mr. Lalit Bhandari
No. of Meeting/s Attended / Entitled	1 / 1	0 / 1	1 / 1

### 6. SHARE TRANSFER COMMITTEE

#### Objective

This Committee is responsible to consider, review and ratify, all the transfer, transmission, transposition, deletion of name, re-materialisation of shares, issue of duplicate shares, consolidation, splitting of shares and ratify dematerialisation of shares, duly approved by the Company Secretary and in his absence, the Chief Financial Officer of the Company on regular basis to comply with the directions issued by the SEBI and such other functions or activities as may be assigned or delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and the Listing Regulations.

#### Composition

The Board of Directors has, constituted including re-constituted, the Share Transfer Committee of the Company, from time to time in due compliance of applicable provisions of laws, rules and regulation governing it. The composition of Share Transfer Committee are Mr. Arun Raghuvirraj Bhandari, Managing Director as its Chairman and Sanjay Sacheti, Non-executive, Independent Director, Mr. Lalit Bhandari, Whole-time Director and as the Committee member/s, while CS Rakesh M. Kanzode, was a Secretary to the Committee.

### 7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

The Company is an eligible Company qualifying under Section 135(1) of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) for undertaking the Corporate Social Responsibility (CSR) activities as per the Company's CSR Policy during the financial year 2022-23 ended 31<sup>st</sup> March 2023.

The Board of Directors has, constituted including re-constituted, the Corporate Social Responsibility (CSR) Committee of the Company, from time to time in due compliance of applicable provisions of laws, rules and regulation governing it. The Corporate Social Responsibility (CSR) Committee are constituted with Mr. Arun Raghuvirraj Bhandari, Managing Director as its Chairman and Mr. Sanjay Sacheti, Non-executive, Independent Director, Mr. Karan Yudhishtir Varma, Non-executive, Independent Director, Mr. Lalit Bhandari, Whole-time Director and Mrs. Sudha Suresh Gandhi Non-executive, Independent Director, as the Committee member/s, while CS Rakesh M. Kanzode, was a Secretary to the Committee.

During the financial year 2022-23 ended 31<sup>st</sup> March 2023, the CSR Committee had Two (3) meetings held on 30<sup>th</sup> May 2022 and 1<sup>st</sup> February 2023, which were attended by the members as under:-

Name of Director	Mr. Arun Raghuvirraj Bhandari	Mr. Sanjay Sacheti	Mr. Lalit Bhandari	Mrs. Sudha Suresh Gandhi
No. of Meeting/s Attended / Entitled	2/2	0/1	2/2	0/2

The Terms of Reference of the Committee is as follows:-

- (i) formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy which shall indicate the activities to be undertaken either by the Company or through implementing agency as specified in Schedule VII to the Companies Act, 2013 as amended from time to time;

- (ii) recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- (iii) monitor the Corporate Social Responsibility (CSR) Policy of the Company from time to time;
- (iv) such other functions or activities as may be assigned or delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015 / Listing Regulations].

**Disclosure/s**

Sr. No.	Particulars	Amount
1	Average net profits of the Company for last three (3) financial years	Rs. 2614.63 Lakh
2	Prescribed CSR Expenditure [two percent (2%) of the amount as in item 1 above]	Rs. 52.29 Lakh
3	Details of CSR spent during the financial year (2022-23):- a) Total amount spent for the FY2021-22 b) Amount unspent, if any; c) Manner in which the amount spent during the FY 2021-22	Rs. Rs. 54.77 The Company has spent Rs. 54.78 Lakh against the mandated Rs. 52.29 Lakh during the financial year 2021-22. Hence, there is no unspent amount. The manner in which the amount spent is detailed in the <b>Annex - C</b> to Board's Report.

The details pertaining to the Corporate Social Responsibility (CSR) activities together with details of expenditure is enclosed and attached as an **Annex – C** to the Boards' Report of the Company.

## 8. RISK MANAGEMENT COMMITTEE (RMC)

The Risk Management Committee (**RMC**) is required to lay down the procedures for risk assessment, risk minimization procedures and in turn, the Board shall be responsible for framing, implementing and monitoring the risk management plan of the Company.

The Business Risk Evaluation and Management (**BREM**) is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities. The objectives and scope of the Risk Management Committee broadly comprises:-

- (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 listed entity, 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.
- (7) Oversight of risk management performed by the executive management; Reviewing the BREM policy and framework in line with local and legal requirements and SEBI guidelines; and
- (8) Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle.

The Board of Directors has, constituted including re-constituted, the Risk Management Committee of the Company, from time to time in due compliance of applicable provisions of laws, rules and regulation governing it. Risk Management Committee comprises of the Directors and Senior Executives as its Members, as follows: -

**Members –**

Mr. Lalit Bhandari	Whole-time Director	Chairman
Mr. Arun Raghuvirraj Bhandari	Managing Director	Member
Mr. Sunil Khanna	Non-executive, Independent Director	Member
Mr. Tenneti Narasimham Murthy	Whole-time Director	Member
Mr. Surendra Singh Rathore	Works Manager	Member

**9. PROJECT MONITORING COMMITTEE (PMC)**

**Objective**

- To monitor implementation of capital project/s as to timeline, investment/s, milestones, objectives, etc., in line with the Object/s of the IPO and submit their recommendations and/or observations to the Board of Directors of the Company from time to time;
- To explore new capital project/s to be implemented in the overall interest of the Company including its viability study, utility to the business affairs of the Company, cost – benefit analysis;
- To review and examine the progress of the capital project/s in line with the authorisation, milestones, targets and objectives;
- To foreclosing, dropping or modification in the components of the capital project/s, within the overall approved objectives, budget and timeframe;
- To update in timely interval to the Board of Directors of the Company about the progress of the capital project/s; and
- such other functions or activities as may be assigned or delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and the Listing Regulations.

**Composition**

In view of implementation of new projects as provided in the Objects of the Issue (IPO), it is necessary to constitute the Project Monitoring Committee to look after the process and progress of these new projects. Accordingly, the Board of Directors of the Company has constituted the Project Monitoring Committee (PMC), as follows:-

**Chairman:** Mr. Arun Raghuvirraj Bhandari, Chairman & Managing Director

**Members:** Mr. Sanjay Sacheti (Non-executive, Independent Director) and Mr. Lalit Bhandari, Whole-time Director.

**Secretary:** CS Rakesh M. Kanzode, Company Secretary

The meetings usually held at the Corporate Office of the Company at B-24, MIDC Industrial Area, Hingna Road, Nagpur – 440016. However, keeping up with changing times and in line with provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Most of the Board, Committee meetings and 49<sup>th</sup> Annual General Meeting in FY 2022-23 were held through permitted mode namely Video Conferencing and Other Audio-Visual Means.

**10. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

With the rapid expansion of business in terms of volume, value and geography, various risks associated with the business have also increased considerably. One such risk identified is the risk of fraud & misconduct. The Audit Committee is committed to ensure fraud-free work environment and in this directions, the Audit Committee had formulated the Whistle Blower Policy providing a platform to all the employees, vendors and customers to report any suspected or confirmed incident of fraud or misconduct through any of the reporting protocols.

In order to instill more confidence amongst Whistle Blowers, the management of the reporting protocols were managed by an independent agency. Adequate safeguards have been provided in the Whistle Blower Policy to prevent victimization of anyone who is using this platform and direct access to the Chairman of the Audit Committee is also available in exceptional cases.

This Whistle Blower Policy is applicable to all the Directors, employees, vendors and customers of the Company and it is also posted on the Website of the Company.



The main objectives of the policy are as follows:-

- (a) to protect the brand, reputation and assets of the Company from loss or damage, resulting from suspected or confirmed incidents of fraud /misconduct.
- (b) to provide guidance to the employees, vendors and customers on reporting any suspicious activity and handling critical information and evidence.
- (c) to provide healthy and fraud-free work culture.
- (d) to recommend to the management for taking appropriate actions such as disciplinary action, termination of service, changes in policies & procedure and review of internal control systems;
- (e) to review the policy from time to time

## 11. GENERAL MEETINGS

- a) Details of previous three (3) Annual General Meetings (AGM)

S. No	AGM and Year	Location	Date	Time
1.	Forty Ninth (49 <sup>th</sup> ) AGM - 2022	Meeting conducted through VC / OAVM pursuant to the MCA Circular	Monday, 29 <sup>th</sup> August, 2022	11.00 Hrs
1.	Forty-Eighth (48 <sup>th</sup> ) AGM – 2021	Meeting conducted through VC / OAVM pursuant to the MCA Circular	Wednesday, 15 <sup>th</sup> September 2021	16:00 Hrs.
2.	Forty-Seventh (47 <sup>th</sup> ) AGM – 2020	Meeting conducted through VC / OAVM pursuant to the MCA Circular	Wednesday, 12 <sup>th</sup> August 2020	16:00 Hrs.

- b) Some special resolutions were passed at the above meetings.
- c) The Company has provided e-voting platform to the shareholders during all the previous 3 Annual General Meeting/s including the 48th Annual General Meeting held for the Financial Year 2022-23.

## 12. DISCLOSURES

- (a) Related Party Disclosures

Related Party	Relationship
Star Circlips & Engineering Limited	Associate Company
Toyal MMP India Private Limited	Associate (Joint Venture) Company
Mayank Fasteners Private Limited Rohini Horticulture Private Limited	Promoter & Promoter Group Company
Mrs. Saroj Arun Bhandari Mrs. Sakshi Mayank Bhandari Ms. Rohini Arun Bhandari	Relatives of Chairman & Managing Director, Belonging to the Promoter and Promoter Group
Mr. Arun Raghuvirraj Bhandari	Chairman & Managing Director, Designated Key Managerial Personnel (KMP), Belonging to the Promoter and Promoter Group
Mr. Lalit Bhandari	Whole-time Director, Designated Key Managerial Personnel (KMP), Belonging to the Promoter and Promoter Group
Mr. Tenneti Narasimham Murthy	Whole-time Director, Designated Key Managerial Personnel (KMP)
Mr. Mayank Arun Bhandari	Director, (Category -Promoter, Non-Executive) Belonging to the Promoter and Promoter Group
CA Sharad Mohanlal Khandelwal	Chief Financial Officer (CFO), Designated Key Managerial Personnel (KMP)
CS Rakesh M. Kanzode	Company Secretary (CS), Designated Key Managerial Personnel (KMP)

## 13. Transactions with the related parties: -

Sr. No.	Name of Related Party	Relationship	Particulars	Amount (Rupees in Lakh)
1.	Star Circlips & Engineering Limited	Associate Company	Purchase of Goods	06.16
2.	Toyal MMP India Private Limited	Associate Company	Purchase of Goods	00.32

2.	Mayank Fasteners Private Limited	Promoter Group Company	Payment of Office Rent	0.90
3.	Mrs. Saroj Arun Bhandari	Relative of CMD (KMP) / Promoter Group	Remuneration by way of Salary	63.46
4.	Mrs. Sakshi Mayank Bhandari	Relative of CMD (KMP) / Promoter Group	Remuneration by way of Salary	24.50
5.	Ms. Rohini Arun Bhandari	Relative of CMD (KMP) / Promoter Group	Payment against Legal Advisory and Consultancy Services	30.00
6.	Mr. Arun Raghuvirraj Bhandari	CMD (KMP) / Promoter	Remuneration by way of Salary	134.40
7.	Mr. Lalit Bhandari	WTD (KMP) / Promoter Group	Remuneration by way of Salary	23.88
8.	Mr. Tenneti Narasimham Murthy	Whole-time Director	Remuneration by way of Salary	20.98
9.	CA Sharad Mohanlal Khandelwal	Chief Financial Officer (CFO),	Remuneration by way of Salary	25.93
10.	CS Rakesh M. Kanzode	Company Secretary (CS),	Remuneration by way of Salary	0.55

**14. Disclosure/s under Section 22 & 28 of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The following is the Summary of sexual harassment complaints received and disposed-off during the financial year 2022-23 ended 31<sup>st</sup> March 2023:-

Number of Complaints received	<b>NIL</b>	Number of Complaints disposed off	<b>NIL</b>
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**15. Credit Rating**

The Company has neither issued any debt instruments nor undertaken any fixed deposit program or any scheme or proposal involving mobilization of funds, whether in India or abroad. However, the details of credit rating assigned to the Company for its credit facilities are given below:-

Credit Facilities	Credit Rating
Long-Term Rating	CRISIL BBB+/Stable
Short-Term Rating	CRISIL A2

**16. Compliance with Regulators**

The Company has duly complied with the all the requirements of regulatory authorities in capital markets and There has been no instance of non-compliance by the Company on any matters related to the capital markets, nor have any penalty or strictures been imposed on the Company by the SEBI, Stock Exchanges or any other statutory authorities on such matters, for the last 3 (Three) Financial Year except following

**17. Other Disclosures**

- Transactions with related parties, as per requirements of Ind-AS 24, are disclosed in the notes to Financial Statements, part and parcel of Annual Report of the Company.
- The total fees paid by the Company, to the Statutory Auditors during the Financial Year 2022-23 is ₹ 1,55,000/-
- There are no materially significant transactions with the related parties, viz. Promoters, Directors, KMP, their relatives or Subsidiaries that had potential conflict with the Company's interest. Suitable disclosures as required by the Ind AS 24 have been made in the Annual Report of the Company.

- (d) The Company has followed all relevant Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 while preparing Financial Statements of the Company.
- (e) There are no pecuniary relationships or transactions of Independent Director/s vis-à-vis the Company which has potential conflict with the interests of the Company at large.
- (f) During the financial year 2022-23 ended 31<sup>st</sup> March 2023, the Company does not have any material listed and unlisted Subsidiary Company(ies) as defined in Regulation 16(1)(c) of the Listing Regulations. The Board has approved a policy for determining 'material' subsidiaries which has been uploaded on the Company's website www.mmpil.com.
- (g) The Independent Director/s have confirmed that they meet the criteria of 'Independence' as stipulated under Section 149 of the Companies Act, 2013 read with the rules made there under, and Regulation/s 16(1)(b) and 25 of the Listing Regulations, as the case may be.

#### 18. MEANS OF COMMUNICATION

- (a) The quarterly and annual financial results are being furnished to Stock Exchanges and normally published in Indian Express in English and Loksatta in Marathi in Nagpur Edition and Financial Express, Mumbai Edition. The quarterly and annual financial results are also displayed on the Company's Notice Board as well as uploaded on the Company's website www.mmpil.com.
- (b) Management Discussion and Analysis forms part of this Annual Report of the Company.

#### 19. GENERAL SHAREHOLDER INFORMATION

(a) Fiftyth (50 <sup>th</sup> ) Annual General Meeting	Saturday 26th August, 2023 at 11.00 A.M. through Video Conferencing (VC) / Other Audio Video Mode (OAVM)
(b) Book Closure Dates Record Date for Dividend Cut-off Date for E-voting	Monday, 21st August, 2023 to 25th August, 2023. Friday 18th August, 2023.
(c) <b>Financial Calendar</b> Unaudited Results for the Quarter (Q-1) ending 30 <sup>th</sup> June 2023 Unaudited Results for the Quarter (Q-2) ending 30 <sup>th</sup> September 2023 Unaudited Results for the Quarter (Q-3) ending 31 <sup>st</sup> December 2023 Audited Results for the Quarter (Q-4) / year ending 31 <sup>st</sup> March 2024	upto 14 August, 2023 or such extended permissible timeline upto 14 November 2023 or such extended permissible timeline upto 14 February 2024 or such extended permissible timeline upto 30 May 2024 or such extended permissible timeline
(d) <b>Listing of Equity Shares</b> For the Financial Year 2022-23, the Equity Shares of the Company were listed with National Stock Exchange of India Limited Listing fees for the Financial Year 2022-23 has already been paid to both these Stock Exchanges	<b>National Stock Exchange of India Limited (NSE)</b> "Exchange Plaza", Bandra- Kurla Complex, Bandra (East), Mumbai-400051, MH, IN
(e) <b>Equity Shares - Stock Codes</b> Trading symbol at Stock Exchanges Demat ISI Number in NSDL & CDSIL	MMP INE511Y01018
(f) <b>Registrar &amp; Share Transfer Agent and process of transfer of shares</b> M/s Bigshare Services Private Limited, Pinnacle Business Park, Office No S6-2, 6th, Mahakali Caves Rd, next to Ahura Centre, Andheri East, Mumbai, Maharashtra 400093 have been acting as the Registrar & Share Transfer Agent. All the Shareholders and Investors related Services, subject to the approval of the Company either through Board or Committee of the Board, are done by the said Registrar and Share Transfer Agent for and on behalf of the Company.	

(g) **Stock Market Data**

The high and low (based on daily closing) prices recorded on the National Stock Exchange of India Limited (NSE) are as under:-

Month	Share Price of MMP (NSE)		Trade Volume
	High	Low	
April 2022	214	188.25	884077
May 2022	228.35	175	1684008
June 2022	219	154	1182045
July 2022	165	158.05	369723
August 2022	180	153.05	486227
September 2022	199	161.10	541670
October 2023	169.9	155	129314
November 2022	158.20	158.70	510481
December 2022	135	115.40	393303
January 2023	136	123	277343
February 2023	134	121.50	257033
March 2023	132.70	92.40	574385

(h) **Distribution of Shareholding as on 31<sup>st</sup> March 2023**

No of Equity Shares Number		Shareholders		Value of Shares	
		%	Amount in Rupees	%	
1	5000	4875	81.48	4960960	1.96
5001	10000	618	10.33	5165130	2.03
10001	20000	215	3.59	3227190	1.27
20001	30000	89	1.49	2273960	0.90
30001	40000	39	0.65	1348610	0.53
40001	50000	31	0.52	1438290	0.57
50001	100000	47	0.79	3424890	1.35
10001	25402613	69	1.15	232187100	91.40
<b>TOTAL</b>		<b>* 5983</b>	<b>100.00</b>	<b>254026130</b>	<b>100.00</b>

\*The difference of 119 (5983 less 5864) shareholders in the total number of shareholders, is due to elimination of number of shareholders holding equity shares in the capital of the Company, having multiple demat accounts with same IT PAN. The SEBI directed the RTA's to provide the pattern of shareholding to listed entity, after clubbing and eliminating the shareholders having multiple folios or demat account with same IT PAN while filing shareholding pattern on quarterly basis with the Stock Exchanges.

(i) **Pattern of Shareholdings as on 31<sup>st</sup> March 2023**

Sr. No.	Category	No. of Shareholders	No. of Equity Shares	Percentage (%)
<b>A</b>	<b>Promoters and Promotor Group</b>			
	<b>i) Indian</b>			
	a) Individuals	6	12854420	50.60
	b) Body Corporate	3	6066359	23.88
	<b>ii) Foreign</b>			
	a) Individuals	--	--	--
	b) Body Corporate	--	--	--
	<b>Total (A)</b>	<b>9</b>	<b>18920779</b>	<b>74.48</b>

<b>B</b>	<b>Public</b>			
	<b>i) Institutions</b>			
a)	Mutual Funds	--	--	--
b)	Venture Capital Funds	--	--	--
c)	Alternate Investment Funds	1	230000	0.91
d)	Foreign Venture Capital Funds	--	--	--
e)	Foreign Portfolio Investors	2	1813000	7.14
f)	Financial Institutions/Banks	--	--	--
g)	Insurance Companies	--	--	--
h)	Provident Fund/Pension Funds	--	--	--
	<b>Sub Total (B-1)</b>	<b>3</b>	<b>2043000</b>	<b>8.05</b>
	<b>ii) Central Government / State Government</b>	--	--	--
	<b>Sub Total (B-2)</b>	--	--	--
	<b>iii) Non-Institutions</b>			
	Relatives of Directors	3	3900	0.01
a)	Individuals	5547	3161751	12.45
b)	NBFC registered with RBI	--	--	--
c)	Employee Trust	--	--	--
d)	Overseas Depositories	--	--	--
e)	Bodies Corporate	49	987527	3.89
f)	Any Other -			
	i) Clearing Members 7	5805	0.02	
	ii) NRI's 94	117430	0.46	
	iii) HUF's	152	162421	0.63
	<b>Sub Total (B-3)</b>	<b>5258</b>	<b>4438834</b>	<b>17.47</b>
	<b>Total (B)</b>	<b>5261</b>	<b>6481834</b>	<b>25.52</b>
	<b>TOTAL (A + B)</b>	<b>5270</b>	<b>25402613</b>	<b>100.00</b>

**(j) Dematerialization of Shares and Trading at Stock Exchanges (Liquidity)**

The equity shares of the Company are compulsorily traded in electronic form only. As on 31<sup>st</sup> March 2022, there were 2,54,02,613 equity shares dematerialized through depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited, which represents 100% of the total paid-up capital of the Company.

**(k) Plant Location**

Unit 1: MMP Industries Limited, Village Maregaon, Post Shahapur, Dist. Bhandara - 441906, MH, IN.

Unit 2: H. M. Engineering (I & II), B-16/2 and B-16/6, MIDC Butibori, Nagpur - 441122, MH, IN.

Unit 3: Mars Industries, Village Neri, P.O. Warthi, Tah. Mohadi, Dist. Bhandara - 441905, MH, IN.

Unit 4: NPM Industries, B-28, MIDC area, Hingna Road, Digdoh, Hingna, Nagpur - 440016, MH, IN.

Unit 5: MMP Industries Limited, Plot No. D-15/2 & D-16, MIDC Umred, Umred 441203, MH, IN.

<b>ADDRESS FOR CORRESPONDENCE OF SHAREHOLDERS / INVESTORS</b>	
<b>For all matters relating to Shares &amp; Dematerialization of shares be sent to</b>	<b>For all matters relating to Annual Reports / Dividend / Grievances</b>
<b>M/s. Bigshare Services Private Limited</b> Pinnacle Business Park, Office No S6-2, 6th, Mahakali Caves Rd, next to Ahura Centre, Andheri East, Mumbai, Maharashtra 400093 Phone : 022 – 62638200 Fax : 022 – 62638299 e-mail : investor@bigshareonline.com Website : http://www.bigshareonline.com	<b>Company Secretary</b> <b>MMP Industries Limited</b> 211, Shri Mohini, 345, Kingsway, Nagpur – 440001, MH, IN Phone : 0712 - 2533 585 Fax : 0712 - 2530 461 E-Mail : <a href="mailto:companysecretary@mmpil.com">companysecretary@mmpil.com</a> Website : <a href="https://www.mmpil.com">https://www.mmpil.com</a>

**20. CEO/CFO Certificate on Corporate Governance**

The Company has also obtained a certificate from the CEO / CFO of the Company regarding compliance in terms of Part B of Schedule II read with Regulation 17(8) of the Listing Regulations.

**21. Certificate on Corporate Governance**

The Company has obtained a certificate regarding compliance stipulation of Corporate Governance as stipulated in the Listing Regulations from M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495] and the same is reproduced hereunder.

The Company has also obtained a certificate of non-disqualification of Directors from M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495] pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Listing Regulations and the same is also reproduced hereunder.

**22. Confirmation of Compliance**

- i) The Company has duly complied with submission of Annual Secretarial Compliance Report obtained from M/s. Vaibhav Jachak & Co, Company Secretaries, Nagpur [ICSI Membership No. FCS-8821 & Certificate of Practice No. 18495], for the Financial Year 2022-23 pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) [Listing Regulations] read with the SEBI Circular bearing No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019, with the Stock Exchange NSE.
- ii) The Company has complied with the requirements specified in Regulation 15(2) [Regulations 17 to 27 and clauses (b) to (t) of the Regulation 46(2)] of the Listing Regulations. It has also fully complied with the requirements of Part C, D and E of Schedule V of the Listing Regulations applicable to the Corporate Governance Report.

**NON-MANDATORY REQUIREMENTS****1. Shareholder Rights**

All the important information pertaining to the Company are uploaded and posted from time to time on the Company's website [www.mmpil.com](http://www.mmpil.com).

**2. Postal Ballot**

The Company has had no occasion to exercise the postal ballot so far.

**3. Report on Corporate Governance**

This chapter "Report on Corporate Governance" of the Annual Report – together with the information given under "Management Discussion and Analysis" constitutes a detailed compliance report on Corporate Governance during the Financial Year 2022-23 ended 31<sup>st</sup> March 2023 under review.

**4. Reporting of Internal Auditors**

The Internal Auditors report to the Audit Committee and/or Board of Directors of the Company from time to time.

**5. Audit Qualifications**

The Company's financial statements for the financial year 2022-23 ended 31<sup>st</sup> March 2023 does not contain any audit qualifications / remarks.

**For and on behalf of the Board**

Place: Nagpur  
Date: 29.07.2023

**Arun Raghuvirraj Bhandari**  
Managing Director  
DIN - 00008901

**Lalit Bhandari**  
Whole-time Director  
DIN - 00010934



**Certificate on compliance with the conditions of Corporate Governance**

To

**The Shareholders (Members)**

**MMP Industries Limited**

**CIN : L32300MH1973PLC030813**

**Registered Office: 211, Shri Mohini, 345, Kingsway, Nagpur 440001, MH, IN**

We have examined the compliance of conditions of Corporate Governance by **MMP Industries Limited** (hereinafter referred to as '**the Company**') for the financial year 2022-2023 ended 31 March 2023, as stipulated in Regulation 15(2) [Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V] of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], (hereinafter referred to as **SEBI Listing Regulations**)

**Managements' Responsibility**

The compliance of conditions of the Corporate Governance is the responsibility of the Management of the Company. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

**Auditor's Responsibility**

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

**Opinion**

Based on our examination of the relevant records and accordingly, to the information and explanations provided to us together with the representations provided by the Company Management, and considering the relaxation/s granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID - 19 Pandemic and also, the limitation for verification of physical record/s of the Company, some of which were obtained through electronic mode, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 15(2) [Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V] of the SEBI Listing Regulations for the financial year 2021-2022 ended 31st March 2022; except as reported in point No. 16 of the Corporate Governance Report for the FY 2021-22 ended on 31.03.2022.

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

For **VAIBHAV JACHAK & CO.**

**Company Secretaries**

**CS VAIBHAV YASHWANT JACHAK**

**Proprietor**

**Company Secretary in Practice**

**M No. FCS —8821, CoP No. 18495**

**UDIN: F08821E000728641**

**INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF,****MMP INDUSTRIES LIMITED****Report on Audit of the Standalone Financial Statements****Opinion**

We have audited the accompanying standalone financial statements of **MMP INDUSTRIES LIMITED** (the "Company"), which comprises the Balance Sheet as at **March 31, 2023**, the Statement of Profit and Loss (including the Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (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, as amended ("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 ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2023**, and its standalone profits including total comprehensive income (loss), its standalone cash flows and the standalone changes in equity for the year ended on that date.

**Basis of 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, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment were most significance in our audit of the standalone financial statements of the current period. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

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 Auditor's 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 risk of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying standalone financial statements.

<b>The Key Audit Matters</b>	<b>How was the matter addressed in our Audit</b>
<b>Revenue Recognition</b>	
Revenue is one of the key profit drivers and is therefore susceptible to misstatements. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut -off can results in material misstatement of results for the years.	Our audit procedures with regards to revenue recognition included testing controls, automated and manual, around dispatches / deliveries, inventory reconciliations and circularization of receivable balances, substantive testing for cut-off and analytical review procedures.
<b>Capital Work-in-Progress / Property, Plants and Equipments</b>	
The Company had embarked a project on the enhancement in Property, Plants and Equipments in "UMRED" and "BHANDARA". The Value of such Property, Plants and Equipments capitalized during the period is ` 884.69 Lakhs and ` 846.13 Lakhs. The project needs to be capitalized and depreciated once the assets are ready to use as intended by the Company's management.	Our audit procedures included testing the design, implementation and operating effectiveness of controls in respect of review of Capital Work-in-Progress, particularly in respect of timing of the capitalization and recording of additions to items of various categories of Property, Plants and Equipments with source documentation, substantive testing of appropriateness of the cut-off date considered for project capitalization.

Inappropriate timing of capitalization of the project and/or inappropriate classification of categories of item of Property, Plants and Equipments could result in material misstatement of Capital Work-in-Progress /Property, Plants and Equipments with a consequent impact on charge of depreciation and results for the period.	We tested the source documentation to determine whether the expenditure is of capital nature and has been appropriately approved and segregated into appropriate categories. We reviewed operating expenses to determine appropriateness of accounting. Further, through sites visit, we physically verified existence of Capital Work-in-Progress / Property, Plants and Equipments.
<b>Existence and Valuation of Inventories</b>	
<p>The Company's Inventories at the end of the period was ` 8,615.65 Lakhs representing the 25.82% of the Company's total assets. (Refer "Note No. 9" of the standalone financial statements)</p> <p>The existence of inventories is a key audit matters due to involvement of high risk, basis the nature and size of the products wherein value per unit is relatively insignificant but high volumes are involved which are distributed across different plants of the Company.</p>	<p>In response to this key matters, our audit included, among others, the following principle audit procedures:</p> <ul style="list-style-type: none"> <li>* Understood the management's control over physical inventory counts and valuation.</li> <li>* Evaluation of the design and testing the operating effectiveness of the internal controls relating to physical inventory counts at the plants. In testing this controls, we observed the inventory cycle count process on a sample basis, inspected the results of the inventory cycle count and confirmed that the variances were approved and appropriately accounted for.</li> <li>* Evaluation of the design and testing the operating effectiveness of the internal controls relating to purchases, sales and inventories including the automated controls.</li> <li>* We have performed the physically verification of inventories on sample basis for establishing the existence of inventory as at the end of the period.</li> <li>* For a representative sample, verification that the finished goods inventories were correctly measured, using a recalculation of the measurement of those inventories based on the cost of acquiring them from suppliers and considering the costs of directly attributable to such goods.</li> <li>* Assessed the key estimates used by the management to determine the net realizable value and the consistency thereof with the Company's policy on provision for non-moving inventory and performed a sensitivity analysis on the estimated selling price and compared with the cost per item.</li> </ul>
<b>Carrying Value of Trade Receivables</b>	
<p>As at March 31, 2023, trade receivables constitutes approximately 13.35% of total assets of the Company (Refer "Note No. 10" of the standalone financial statements). The Company is required to regularly assess the recoverability of its trade receivables.</p> <p>The Company applied expected credit loss (ECL) model for measurement and recognition of impairment loss on trade receivables. The Company uses a provision matrix to determine impairment loss allowances. The provision matrix is based on its historically observed default rates over the expected life of trade receivables and is adjusted for forward looking estimates.</p> <p>This is a key audit matters as significant judgement is involved to establish the provision matrix.</p>	<p>Our audit procedures included, among other the followings:</p> <ul style="list-style-type: none"> <li>* Evaluated the Company's accounting policies pertaining to impairment of financial assets and assessed compliance with those policies in term of Ind AS - 109, "Financial Instruments".</li> <li>* Assessed and tested the design and operating effectiveness of the Company's internal financial controls over provision for expected credit loss.</li> <li>* Evaluated management's assumption and judgement relating to various parameters which included the historical default rates and business environment in which the entity operates for estimating the amount of such provision.</li> <li>* Evaluated management's assessment of recoverability of the outstanding receivables and recoverability of the overdue / aged receivables through inquiry with the management, and analysis of the collection trends in respect of receivables.</li> <li>* Assessed and read the disclosures made by the Company in standalone financial statements.</li> </ul>

#### Information Other than the Financial Statements and Auditor's Report thereon

The Company's Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis, Board's Report including Annexure to the Board's Report, Report on Corporate Governance, Business Responsibility Report and Shareholder's information, but does not include the consolidated financial statements, standalone 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, 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.

#### **Management's Responsibility for the Standalone Financial Statements**

The Company's Management and the Board of Directors are 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, the financial performance including the other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principle generally accepted in India, including the Indian Accounting Standards (Ind AS) as specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 presentations 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 Company's Management and the Board of Directors are 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of 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 controls.
- Obtain an understanding of internal financial controls 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 with reference to 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 Company's Management and Board of Directors.
- 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 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 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 of the current period 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 of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure "A"**, a statement on the matters specified in paragraph 3 and paragraph 4 of the said Order.

2. 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 Balance Sheet, the Statement of Profit and Loss including the Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity 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 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e. On the basis of the written representation received from the directors as on March 31, 2023 taken on the record by the Board of Directors, none of directors is disqualified as on March 31, 2023 from being appointed as a director in term of Section 164(2) of the Act.
- f. With respect to adequacy of the internal financial controls with reference to these standalone financial statements of the Company and the operating effectiveness of such control, refer to our separate report in **Annexure "B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
- 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 explanations given to us, the remunerations paid / provided by the Company to its directors during the reporting period is in accordance with the provision of Section 197 of the Act. The remuneration paid to any directors is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs ("MCA") has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

- h. With respect to the other matters to be included in the Independent Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 - Refer "Note No. 45" of the standalone financial statements.
  - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There has been no delay in transferring amounts, required to be transferred, to Investor Education and Protection Fund by the Company.



- (iv)a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed fund or share premium or any other sources or kind of funds) by the Company to or in any other person or entities, including the foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries 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 to or on behalf of the Ultimate Beneficiaries;
- b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entities, 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;
- c) Based on such 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (v) As stated in "Note No. 48" to the standalone financial statements;
- a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with the Section 123 of the Act, as applicable.
- b) During the reporting period and until the date of this report, the Company has not declared and paid any interim dividend in accordance with the Section 123 of the Act, as applicable.
- c) The Board of Directors of the Company have proposed the final dividend for the year, which is subject to the approval of the shareholders at their ensuing Annual General Meeting (AGM). The amount of dividend proposed is in accordance with the section 123 of the Act, as applicable.
- (vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 01, 2023, and accordingly, reporting under Rule 11(g) of the Companies (Audit and Accounts) Rules, 2014 is not applicable for the financial period ended on March 31, 2023.

Place: Nagpur

Dated: **May 27, 2023**

UDIN No.: **23175398BGWEHD1475**

For **MANISH N JAIN & CO.**

*Chartered Accountants*

FRN No. 0138430W

**ARPIT AGRAWAL**

Partner

Membership No. 175398



**ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT**

*(Referred to in Paragraph 1 under “Report on the Other Legal and Regulatory Requirements” Section of our report of Even Date)*

**Report on Companies (Auditor’s Report) Order, 2020 (“the Order”) issued by the Central Government of India in terms of Section 143(11) of the Companies Act, 2013 (“the Act”) of MMP INDUSTRIES LIMITED (“the Company”);**

1. In respect of the Company’s Property, Plants and Equipments and Intangible Assets;
  - a) i) The Company has maintained proper records in the electronic mode showing full particulars, including the quantitative details and situation of property, plants and equipments.
  - ii) The Company has maintained the proper records showing the full particulars of intangible assets.
  - b) The Company has a regular program at reasonable interval for physical verification of property, plants and equipments so as to cover all the assets, the periodicity of physical verification, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification.
  - c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds in respect of self - constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the Company), disclosed in the standalone financial statements and included under property, plants and equipments are held in the name of the Company as at the Balance Sheet date. In respect of the immovable properties taken on lease by the Company, the lease agreements are in the name of the Company as at the Balance Sheet date.
  - d) The Company has not revalued any of its property, plants and equipments and intangible assets during the reporting period.
  - e) According to information and explanations given to us and on the basis of our examination of the records of the Company, no proceeding have been initiated during the reporting period or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and Rules made thereunder.
2. In respect of Company’s inventories;
  - a) As explained to us, inventories except goods-in-transits and the stock lying with third parties were physically verified during the year by the management at reasonable intervals. In our opinion, in respect of stock lying with the third parties at the end of the year, written confirmations have been obtained. In our opinion, the frequency of such verification is reasonable. In our opinion, the coverage and the procedure adopted by the management for the physical verification is appropriate looking to the size and the nature of the products dealt in by the Company. As explained to us, there was no discrepancies of 10% or more in the aggregate of each class of inventory were noticed on such physical verification of inventories. However, the other discrepancies if any, noticed on such physical verification have been properly dealt with in the books of accounts.
  - b) During the reporting period, the Company has been sanctioned working capital limit in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns and the statements filed by the Company with such banks or financial institutions are in agreement with the books of accounts of the Company.
3. The Company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties, during the year, in respect of which;
  - a) According to information and explanations given to us and on the basis of our examination of the records, the Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entities including subsidiaries, associates and joint ventures during the reporting period, and hence the reporting under clause 3(iii)(a)(A) and 3(iii)(a)(B) of the said Order is not applicable.
  - b) The Company has made investment in and the terms and condition in respect of investments made are not prejudicial to the interest of the Company. During the reporting period, the Company has not granted any loans and advances in the nature of loans, hence the reporting in respect of terms and conditions of grants of loans are not applicable to the Company.

- c) The Company has not granted any loans and advances in the nature of loans, to any other entities including subsidiaries, associates and joint ventures, hence the reporting under clause 3(iii)(c), in respect of the schedule of repayment of principal and payment of interest is not applicable.
- d) The Company has not granted any loans and advances in the nature of loans, to any other entities including subsidiaries, associates and joint ventures, hence the reporting under clause 3(iii)(d) in respect of overdue amounts remain outstanding for more than ninety days is not applicable.
- e) The Company has not granted any loans or advances in the nature of loans, to any other entities including subsidiaries, associates and joint ventures, hence the reporting under clause 3(iii)(e), in respect of the details of loans which has fallen due, during the reporting period, or has been renewed or extended or fresh loans granted to settle the overdue of the existing loans given to the same parties is not applicable.
- f) 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 reporting period. Hence, the reporting under clause 3(iii) (f) of the said Order is not applicable.
4. In our opinion and according to information and explanations given to us and on the basis of our examination of the records, the Company has complied with the provisions of Section 185 and Section 186 of the Act, in respect to grant of loans, making investments and providing guarantees and securities, as applicable.
5. The Company has neither accepted any deposits from public nor accepted any amounts which are deemed to be the deposits of the Company, within the meaning of Section 73 to Section 76 of the Act or any other relevant provisions and Rules made thereunder, during the reporting period, therefore, the reporting under clause 3(v) of the said Order is not applicable to the Company.
6. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under section 148(1) of the Companies Act, in respect of the Company's products / services to which the said Rules are made applicable, and we are of the opinion that, prima facie, the prescribed cost records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
7. According to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of statutory dues, we report that;
- a) The Company has generally been regular in depositing undisputed statutory dues, including goods and service tax, provident fund, employees' state insurance, income tax, duties of custom, cess and other material statutory dues applicable to it with the appropriate authorities.
- According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, provident fund, employees' state insurance, income tax, duties of custom, cess and other material statutory dues were in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- b) According to the information and explanation given to us, there are no material statutory dues referred to in sub - clause (a) above which have not been deposited with the appropriate authority on account of any dispute except the following cases:

Name of the Statute	Nature of the Dues	Forum where dispute is pending	Period to which the amount relates	Amount Involved (Net) (₹ in Lakhs)
Finance Act, 1994	Duties of Excise	Bombay High Court, Nagpur Bench	April 2004 to March 2009	₹ 141.57 (Net of Amount paid under protest)

8. According to the information and explanation given to us and on the basis of our examination of the record of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the reporting period in the tax assessments under the Income Tax Act, 1961.
9. a) In our opinion and according to the information and explanation given to us by the Company, the Company has not defaulted in repayment of any loans or other borrowings or in the payment of interest thereon to any lender.
- b) The Company has not been declared as willful defaulter by banks or financial institutions or government or any government authority.

- c) The Company has not taken any term loan during the reporting period and there are no unutilized term loans at the beginning of the reporting period, hence the reporting under clause 3(ix)(c) of the said Order is not applicable to the Company.
  - d) On an overall examination of the financial statements of the Company, the funds raised on short - term basis have, prima facie, not been used during the reporting period for long - term purposes by the Company.
  - e) According to the information and explanation given to us and on the basis of our examination of the record of the Company, we report that the Company has not taken any funds from any entity or persons on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Companies Act, 2013. Hence, the reporting under clause 3(ix)(e) of the said Order is not applicable to the Company.
  - f) According to the information and explanation given to us and on the basis of our examination on the record of the Company, we report that, the Company has not raised any loans during the reporting period on the basis of pledge of securities held in its subsidiaries, joint ventures or associates companies as defined under the Companies Act, 2013. Hence, the reporting under the clause 3(ix)(f) of the said Order is not applicable to the Company.
10. a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the reporting period and hence reporting under clause 3(x)(a) of the said Order is not applicable to the Company.
- b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence, the reporting under clause 3(x)(b) of the said Order is not applicable to the Company.
11. a) According to the information and explanation given to us and on the basis of examinations of records of the Company, considering the principles of materiality outlined in Standards of Auditing, we report that, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the reporting period.
- b) According to the information and explanation given to us and on the basis of examinations of records of the Company, we report that, no report under sub-section (12) of Section 143 of the Companies Act has been filled in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the reporting period and up to the date of this report.
- c) In our opinion and according to the information and explanation given to us, the Company has not received any complaints from whistle-blower, hence the reporting under clause 3(xi)(c) of the said Order is not applicable to the Company.
12. The Company is not a Nidhi Company as prescribed under Section 406 of the Companies Act and hence reporting under clause 3(xii) of the said Order is not applicable to the Company.
13. According to information and explanations given to us and based on our examination of the records of the Company, all the transactions with related parties are in compliance with Section 177 and Section 188 of the Companies Act, wherever applicable and details of such related party transactions have been disclosed in the standalone financial statements, under “*Note No. 43 - the transactions with Related Parties*” as required under Indian Accounting Standards (Ind AS) - 24, “Related Party Disclosure” specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014.
14. a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit report for the year under audit, issued to the Company during the reporting period and till the date of this report, in determining the nature, timing and extent of our audit procedures.
15. In our opinion and according to the information and explanation given to us, during the reporting period, the Company has not entered into any non-cash transactions with its directors or the persons connected with him and hence provisions of Section 192 of the Act are not applicable. Thus, reporting under clause 3(xv) of the said Order is not applicable to the Company.
16. a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934, therefore, the reporting under clause 3(xvi)(a) and (b) of the said Order is not applicable to the Company.
- b) In our opinion, the Company is not a core investment company (CIC) also there is no CIC within the Group, as defined in the regulation made by the Reserve Bank of India in Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly the reporting under clause 3(xvi)(c) and (d) of the said Order are not applicable.

17. The Company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year, hence the reporting under clause 3(xvii) of the said Order is not applicable to the Company.
18. There has been no resignation of the Statutory Auditor of the Company during the reporting period, hence reporting under clause 3(xviii) of the said Order is not applicable to the Company.
19. On the basis of financial ratios disclosed in the notes to standalone financial statements, Refer “*Note No. 40*”, aging and expected due dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and our knowledge of the Board of Directors and the Management plans and based on our examination of evidence supporting the assumptions, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of the audit report indicating 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 as 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 this audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the date of balance sheet, will get discharged by the Company as and when they fall due.
20. a) According to the information and explanation given to us and based on our examination of the record of the Company, there are no unspent amounts under sub- section (5) of the Section 135 of the Companies Act, 2013 pursuant to any projects other than ongoing projects. Accordingly, the reporting under clause 3(xx)(a) of the said Order is not applicable to the Company.
- b) According to the information and explanation given to us and based on our examination of the record of the Company, there is no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects required to be transferred to a Special Account in compliance with the provision of sub-section (6) of Section 135 of the Companies Act. Accordingly, the reporting under clause 3(xx)(b) of the said Order is not applicable to the Company.

Place: Nagpur

Dated: **May 27, 2023**

UDIN No.: **23175398BGWEHD1475**

For **MANISH N JAIN & CO.**

*Chartered Accountants*

FRN No. 0138430W

**ARPIT AGRAWAL**

Partner

Membership No. 175398

**ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT**

*(Referred to in paragraph 2(f) under “Report on the Other Regulatory Requirements” section of our report of even date)*

**Report on the Internal Financial Controls over the Financial Reporting under Clause (i) of sub - section 3 of Section 143 of the Companies Act, 2013 (“the Act”)****Opinion**

We have audited the internal financial controls with reference to these standalone financial statements of “**MMP INDUSTRIES LIMITED**” (“the Company”) as of **March 31, 2023** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanation 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 **March 31, 2023**, based on the internal control over financial reporting 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 issued by the Institute of Chartered Accountants of India (“the ICAI”).

**Management’s Responsibility for Internal Financial Controls**

The Company’s Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 issued by the Institute of Chartered Accountants of India (“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 the 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 Companies Act, 2013.

**Auditors’ 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 on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 these standalone financial 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 these 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 auditors’ judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide the basis for our audit opinion on the Company’s internal financial controls system with reference to these standalone financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting**

A Company’s internal financial controls with reference to these standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial controls 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the standalone financial statements.

**Inherent Limitations of Internal Financial Controls over the Financial Reporting**

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 controls 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.

Place: Nagpur

Dated: **May 27, 2023**

UDIN No.: **23175398BGWEHD1475**

For **MANISH N JAIN & CO.**

*Chartered Accountants*

FRN No. 0138430W

**ARPIT AGRAWAL**

Partner

Membership No. 175398



**Standalone Balance Sheet as at March 31, 2023**

(₹ in Lakhs)

S. No.	Particulars	Note	As At 31.03.2023	As At 31.03.2022
<b>A</b>	<b><u>ASSETS</u></b>			
<b>1</b>	<b><u>Non - Current Assets</u></b>			
	Property, Plants and Equipments	2	15,946.25	14,649.07
	Other Intangible Assets	3	41.24	68.41
	Capital Work-in-Progress	4	1,462.53	380.34
	<b><u>Financial Assets</u></b>			
	Investments	5	800.47	800.09
	Other Financial Assets	6	767.58	832.95
	Other Non - Current Assets	7	380.98	982.23
	Current Tax Assets (Net)	8	138.47	-
	<b>Total Non - Current Assets</b>		<b>19,537.52</b>	<b>17,713.08</b>
<b>2</b>	<b><u>Current Assets</u></b>			
	Inventories	9	8,615.65	7,689.25
	<b><u>Financial Assets</u></b>			
	Trade Receivables	10	4,457.01	5,179.44
	Cash and Cash Equivalents	11A	203.03	22.38
	Other Balances with Banks	11B	1.44	0.52
	Other Financial Assets	12	46.73	104.21
	Other Current Assets	13	512.05	719.41
	<b>Total Current Assets</b>		<b>13,835.90</b>	<b>13,715.20</b>
	<b>Total Assets</b>		<b>33,373.42</b>	<b>31,428.28</b>
<b>B</b>	<b><u>EQUITY AND LIABILITIES</u></b>			
<b>a)</b>	<b><u>EQUITY</u></b>			
	Equity Share Capital	14	2,540.26	2,540.26
	Other Equity	15	20,748.85	19,170.91
	<b>Total</b>		<b>23289.11</b>	<b>21711.17</b>
<b>b)</b>	<b><u>LIABILITIES</u></b>			
<b>1</b>	<b><u>Non - Current Liabilities</u></b>			
	<b><u>Financial Liabilities</u></b>			
	Borrowings	16	665.83	684.00
	Long - Term Financial Liabilities	17	23.86	42.72
	Long - Term Provisions	18	246.42	256.31
	Deferred Tax Liabilities (Net)	19	855.23	598.73
	Other Non - Current Liabilities	20	146.49	112.01
	<b>Total Non - Current Liabilities</b>		<b>1,937.83</b>	<b>1,693.76</b>
<b>2</b>	<b><u>Current Liabilities</u></b>			
	<b><u>Financial Liabilities</u></b>			
	Borrowings	21	5,090.48	4,530.97
	Trade Payables			
	Total Outstanding dues to Micro Enterprises and Small Enterprises	22	11.95	74.96
	Total Outstanding dues of Creditors other than to Micro Enterprises and Small Enterprises	22	1,748.46	2,059.27
	Other Financial Liabilities	23	951.19	973.29
	Other Current Liabilities	24	233.84	251.22
	Short - Term Provisions	25	110.57	101.28
	Current Tax Liabilities (Net)	26	-	32.37
	<b>Total Current Liabilities</b>		<b>8,146.48</b>	<b>8,023.35</b>
	<b>Total Equity and Liabilities</b>		<b>33,373.42</b>	<b>31,428.28</b>

SIGNIFICANT ACCOUNTING POLICIES

1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHD1475

ARUN BHANDARI

Managing Director

DIN : 0008901

SHARAD KHANDELWAL

Chief Financial Officer

Place: Nagpur

Dated: May 27, 2023

LALIT BHANDARI

Director

DIN : 00010934

RAKESH KANZODE

Company Secretary

Place: Nagpur

Dated: May 27, 2023

## Standalone Statement of Profit and Loss for the Period ended on March 31, 2023

(₹ in Lakhs)

S. No.	Particulars	Note	2022 - 2023	2021- 2022
<b>I</b>	<b>INCOME</b>			
1	Revenue from Operations	27	53,829.03	44,826.01
2	Other Income	28	58.94	46.86
<b>II</b>	<b>Total Income (Total of 1 to 2)</b>		<b>53,887.97</b>	<b>44,872.87</b>
<b>III</b>	<b>EXPENSES</b>			
1	Cost of Materials Consumed	29	44,468.16	35,094.30
2	Purchase of Stock-in-Trade		20.94	35.64
3	Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	30	(1,616.84)	(833.15)
4	Employee Benefits Expense	31	3,477.08	3,025.48
5	Finance Costs	32	446.44	363.22
<b>6</b>	<b>Depreciation and Amortization Expenses</b>	33	<b>685.19</b>	<b>632.30</b>
<b>7</b>	<b>Other Expenses</b>	34	<b>3,953.54</b>	<b>3,310.25</b>
<b>IV</b>	<b>Total Expenses (Total of 1 to 7)</b>		<b>51,434.50</b>	<b>41,628.04</b>
<b>V</b>	<b>Profit Before Exceptional Item and Tax (II - IV)</b>		<b>2,453.47</b>	<b>3,244.83</b>
	<b>Exceptional Items</b>		<b>-</b>	<b>-</b>
<b>VI</b>	<b>Profit Before Tax (PBT)</b>		<b>2,453.47</b>	<b>3,244.83</b>
<b>VII</b>	<b>Tax Expenses</b>			
1	Current Tax	19	340.74	644.95
2	Deferred Tax	19	262.61	161.19
<b>VIII</b>	<b>Total Tax Expenses (Total of 1 to 2)</b>		<b>603.35</b>	<b>806.14</b>
<b>IX</b>	<b>Profit After Tax (PAT) (VI - VIII)</b>		<b>1,850.12</b>	<b>2,438.69</b>
<b>X</b>	<b>Other Comprehensive Income / (Loss)</b>			
	<b>A) Items that will not be reclassified to Statement of Profit and Loss</b>			
	a). i) Remeasurement of the Defined Benefit Plans		(24.29)	13.94
	ii) Income Tax Expenses on the above		6.11	(3.51)
	b). i) Net Fair Value Gain on Investment in Equity Instruments through Other Comprehensive Income		0.03	-
	ii) Income Tax Expenses on the above		(0.01)	-
	<b>B) Items that will be reclassified subsequently Statement of Profit and Loss</b>			
	a) i) Net Fair Value Gain on Investments in Debt Instruments through Other Comprehensive Income		-	-
	ii) Income Tax Expenses on the above		-	-
<b>XI</b>	<b>Total Other Comprehensive Income</b>		<b>(18.15)</b>	<b>10.43</b>
<b>XII</b>	<b>Total Comprehensive Income for the year (IX + XI)</b>		<b>1,831.97</b>	<b>2,449.13</b>
<b>XIII</b>	<b>Earnings per Equity Share</b>			
	Basic (In ₹)	50	7.28	9.60
	Diluted (In ₹)		7.28	9.60

## SIGNIFICANT ACCOUNTING POLICIES 1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

## AS PER OUR REPORT OF EVEN DATE ATTACHED

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHD1475

## FOR AND ON BEHALF OF THE BOARD

ARUN BHANDARI

Managing Director

DIN : 0008901

SHARAD KHANDELWAL

Chief Financial Officer

Place: Nagpur

Dated: May 27, 2023

LALIT BHANDARI

Director

DIN : 00010934

RAKESH KANZODE

Company Secretary

Place: Nagpur

Dated: May 27, 2023

## Standalone Statement of Cash Flows for the Year then ended March 31, 2023 (₹ in Lakhs)

S. No.	Particulars	31.03.2023 (₹)	31.03.2022 (₹)
<b>A)</b>	<b>Cash Flow from Operating Activities</b>		
	<b>Net Profit / (Loss) Before Tax for the year as per the Standalone Statement of Profit and Loss</b>	<b>2,453.47</b>	<b>3,244.83</b>
	<u>Adjustments For:</u>		
	Depreciation and Amortization Expenses	685.19	632.30
	Interest Income	(13.89)	(26.40)
	Rental Income	(15.00)	(13.00)
	Dividend Income	(0.01)	-
	Finance Costs	446.44	363.22
	Subsidy or Grants for Property, Plants and Equipments (Net)	(7.32)	(6.15)
	Unrealised (Gain) / Loss on Foreign Exchange Fluctuations (Net)	73.00	27.88
	(Surplus) / Loss on Disposal of Property, Plants and Equipments	(6.52)	1.03
	Provision for Unsecured Doubtful Debts and Advances	48.05	61.13
	<b>Operating Profit before Working Capital Changes</b>	<b>3,663.41</b>	<b>4,284.85</b>
	<u>Adjustments For:</u>		
	(Increase) / Decrease in Trade Receivables	991.22	(1,287.38)
	(Increase) / Decrease in Other Financial Assets	64.95	21.77
	(Increase) / Decrease in Inventories	(926.41)	(2,730.17)
	(Increase) / Decrease in Other Current Assets	207.36	(392.64)
	Increase / (Decrease) in Short - Term Borrowings	486.51	1,583.43
	Increase / (Decrease) in Trade Payables	(373.83)	702.75
	Increase / (Decrease) in Financial Liabilities	(23.01)	195.89
	Increase / (Decrease) in Other Current Liabilities	(17.37)	133.29
	Increase / (Decrease) in Provisions	(283.84)	39.45
	<b>Cash Generated from Operating Activities</b>	<b>3,789.00</b>	<b>2,551.24</b>
	Income Tax Paid (Net of Refund)	(505.72)	(655.39)
	<b>Net Cash Generated / (Used) from Operating Activities</b>	<b>3,283.28</b>	<b>1,895.85</b>
<b>B)</b>	<b>Cash Flow from Investing Activities</b>		
	Investment in Property, Plants and Equipments (Net of Disposal)	(1,948.68)	(4,155.28)
	(Increase) / Decrease in Capital Work-in-Progress	(1,082.19)	2,516.87
	(Increase) / Decrease in Non - Current Investments	(0.35)	-
	Subsidy / Grant for Property, Plants and Equipments (Net)	41.80	21.19
	Capital Advances	595.38	(787.08)
	Liabilities towards Capital Expenditures	(18.86)	(50.11)
	(Purchase) / Redemption of Term Deposits	-	466.21
	Interest Income	13.89	26.40
	Rental Income	15.00	13.00
	Dividend Income	0.01	-
	<b>Net Cash Generated / (Used) from Investing Activities</b>	<b>(2,384.00)</b>	<b>(1,948.81)</b>

<b>C) Cash Flow from Financing Activities</b>		
Proceeds from Fresh Issue of Equity Shares	-	-
Proceeds / (Repayments) from Non - Current Borrowings	(18.17)	653.15
Finance Costs	(446.44)	(363.22)
Dividend Paid	(254.03)	(254.03)
<b>Net Cash Received / (Used) from Financing Activities</b>	<b>(718.63)</b>	<b>35.91</b>
<b>(D) Net Increase / (Decrease) in Cash and Cash Equivalants (A + B + C)</b>	<b>180.65</b>	<b>(17.05)</b>
<b>(E) Cash and Cash Equivalants at the beginning of the period</b>	<b>22.38</b>	<b>39.43</b>
<b>(F) Cash and Cash Equivalants at the end of the period</b>	<b>203.03</b>	<b>22.38</b>
<b>(G) Increase / (Decrease) in Cash and Cash Equivalants (G = F - E)</b>	<b>180.65</b>	<b>(17.05)</b>

**Note:**

a) Cash and Cash Equivalants Comprises of:

(₹ in Lakhs)

S. No.	Particulars	31.03.2023 ₹	31.03.2022 ₹
1	<u>Balances with Banks</u>		
	i) Current Accounts	191.38	16.68
2	<u>Cash-in-Hand</u>	11.64	5.70
3	<b>Cash and Cash Equivalants (Total of 1 to 2)</b>	<b>203.03</b>	<b>22.38</b>

**SIGNIFICANT ACCOUNTING POLICIES**

1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

**AS PER OUR REPORT OF EVEN DATE ATTACHED**

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHD1475

**FOR AND ON BEHALF OF THE BOARD**

ARUN BHANDARI

Managing Director

DIN : 0008901

SHARAD KHANDELWAL

Chief Financial Officer

Place: Nagpur

Dated: May 27, 2023

LALIT BHANDARI

Director

DIN : 00010934

RAKESH KANZODE

Company Secreatry

Place: Nagpur

Dated: May 27, 2023

## Standalone Statement of Changes in Equity for the Year then ended on March 31, 2023

## A) Equity Share Capital

(₹ in Lakhs)

	31.03.2023	31.03.2022
<b>Equity Share Capital</b>		
Balance at the beginning of the Reporting Period...(₹)	2,540.26	2,540.26
Changes in Equity Share Capital to prior period errors	-	-
<b>Restated balances at the beginning of the reporting period...(₹)</b>	<b>2,540.26</b>	<b>2,540.26</b>
Changes in Equity Share Capital during the period	-	-
<b>Balance at the end of the Reporting Period...(₹)</b>	<b>2,540.26</b>	<b>2,540.26</b>

## B) Other Equity (₹ in Lakhs)

	Reserves and Surplus			Item of OCI		Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	Remeasurement of Defined Benefits Plan	
<b>Balance as at April 01, 2021 (A)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>10,121.48</b>		<b>24.52</b>	<b>16,975.81</b>
<b>Addition during the reporting period</b>						
Net Profit / (Loss) during the reporting period	-	-	2,438.69		-	2,438.69
Addition during the reporting period	-	-	-		-	-
Transferred from Statement of Profit and Loss	-	-	-		-	-
<b>Items of the Other Comprehensive Income for the period (Net of taxes)</b>						
Remeasurment benefit of defined benefits plan (Net)	-	-	-		10.43	10.43
Net fair value gain in equity instruments through OCI (Net)	-	-	-		-	-
<b>Total Comprehensive Income for the year 2021 - 2022 (B)</b>	<b>-</b>	<b>-</b>	<b>2,438.69</b>		<b>10.43</b>	<b>2,449.13</b>
<b>Reduction during the Reporting Period</b>						
Final Dividend	-	-	254.03		-	254.03
<b>Total reductions during the reporting period (C)</b>	<b>-</b>	<b>-</b>	<b>254.03</b>		<b>-</b>	<b>254.03</b>
<b>Balance as at March 31, 2022 (D) = (A + B - C)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>12,306.15</b>		<b>34.95</b>	<b>19,170.91</b>
<b>Addition during the reporting period</b>						
Net Profit / (Loss) during the reporting period	-	-	1,850.12	-	-	1,850.12
Addition during the reporting period	-	-	-	-	-	-
<b>Items of the Other Comprehensive Income for the period (Net of taxes)</b>						
Remeasurment of benefit of defined benefits plan (Net)	-	-	-	-	(18.18)	(18.18)
Net fair value gain in equity instruments through OCI (Net)	-	-	-	0.03	-	0.03
<b>Total Comprehensive Income for the year 2022 - 2023 (E)</b>	<b>-</b>	<b>-</b>	<b>1,850.12</b>	<b>0.03</b>	<b>(18.18)</b>	<b>1,831.97</b>
<b>Reduction during the reporting period</b>						
Final Dividend	-	-	254.03	-	-	254.03
<b>Total reductions during the reporting period (F)</b>	<b>-</b>	<b>-</b>	<b>254.03</b>	<b>-</b>	<b>-</b>	<b>254.03</b>
<b>Balance as at March 31, 2023 (G)=(D + E -F)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>13,902.25</b>	<b>0.03</b>	<b>16.77</b>	<b>20,748.85</b>

## SIGNIFICANT ACCOUNTING POLICIES

1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

## AS PER OUR REPORT OF EVEN DATE ATTACHED

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHD1475

## FOR AND ON BEHALF OF THE BOARD

ARUN BHANDARI

Managing Director

DIN : 0008901

LALIT BHANDARI

Director

DIN : 00010934

SHARAD KHANDEL-  
WAL

Chief Financial Officer

RAKESH KANZODE

Company Secreatry

Place: Nagpur

Dated: May 27, 2023

Place: Nagpur

Dated: May 27, 2023

**STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR THEN ENDED ON MARCH 31, 2023****Notes to the Standalone Financial Statements for the year than ended on March 31, 2023****Corporate Information**

**MMP INDUSTRIES LIMITED** (“the Company”) (CIN No. L32300MH1973PLC30813) is a Public Limited Company, domiciled and incorporated in India, under the provisions of Companies Act, 1956. The Registered office of the Company is situated at 211, *Shrimohini Complex, 345, Kingsway, Nagpur, (M.H.) - 440001*. The books of accounts and other related documents and information are maintained at *B-24, MIDC Area, Hingna Industrial Estate, Hingna Road, Nagpur (M.H.) - 440016*. The Company’s share are listed on “National Stock Exchange”(NSE).

The Company is primarily engaged in the business of manufacturing, selling, distribution and trading of Aluminium Powder, Aluminium Pyro and Flake Powder, Aluminium Paste, Aluminium Conductor and Aluminium Foils. The Company is also engaged in trading and manufacturing of MnO and MnO<sub>2</sub> Powder.

The Board of Directors approved the standalone financial statements for the year ended March 31, 2023 and authorized for issue on May 27, 2023.

# **1. SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGENENTS**

## **SIGNIFICANT ACCOUNTING POLICIS**

### **1.1 BASIS OF PREPARATION OF STANDALONE FINANCIAL STATEMENTS**

These financial statements are the separate financial statements of the Company (also called as “standalone financial statements”) prepared in accordance with Indian Accounting Standard (“Ind AS”) as notified under section 133 of the Companies Act, 2013 (“the Act”) read together with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Rule, 2016, as amended, time to time. The preparation and presentation of the standalone financial statements is based on the Indian Accounting Standards (Ind AS) Division - II of the Schedule - III of the Companies Act, 2013.

These standalone financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below.

The standalone statement of cash flows have been prepared under indirect method, whereby the profit and loss is adjusted for the effect of transactions of a non-cash nature, any deferrals and accruals or future operating cash receipts or payments and items of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid instruments that are readily convertible to know amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

These accounting policies have been applied consistently over all the period presented in these standalone financial statements.

The Company’s standalone financial statements are prepared and presented in Indian Rupee (₹) in Lakhs, which is also the functional currency for the Company. All amounts have been rounded off to the nearest (₹) in Lakhs up to two decimals, except when otherwise specified.

### **1.2 CURRENT AND NON - CURRENT CLASSIFICATION**

The Company presents the assets and liabilities in the balance sheet based on current / non-current classification. An assets or a liabilities are classified as current when it satisfies any of the following criteria:

- i) The assets / liabilities are expected to be realized / settled in the Company’s normal operating cycle;
- ii) The assets are intended for sales or consumption;
- iii) The assets / liabilities are held primarily for the purpose trading;
- iv) The assets / liabilities are expected to be realized / settled within twelve months after the end of reporting date;
- v) The asset is cash or cash equivalents unless it is restricted from being exchanged or used to settle a liabilities for at least twelve months after the reporting period.
- vi) In the case of the liabilities, the Company does not have an unconditional right to defer the settlement of the liabilities for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current / non-current classification of assets and liabilities, the Company has ascertained its operating



cycle as twelve months. This is based on the nature of services and the time between the acquisition of the assets or inventories for processing and their realization in cash and cash equivalents.

### 1.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### a) Property, Plants and Equipments

##### Measurement at Recognition

An item of property, plants and equipments that qualifies as an assets is measured on the initial recognition at cost. Following the initial recognition, item of property, plants and equipments are carried at its cost less accumulated depreciation and accumulated impairment losses, *if any*.

The Company identifies and determines cost of each part of an item of property, plants and equipments separately, If the part has a cost which is significant to the total cost of that item of property, plants and equipments and has useful life that is materially different from that of the remaining items.

The cost of an item of property, plants and equipments comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the assets to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, *if any*. Any trade discount and rebates are deducted in arriving at the purchase price of such property, plants and equipments.

Cost includes the cost of replacing a part of the plants and equipments, if the recognition criteria are met. Expenses directly attributable to new manufacturing facilities during its construction period are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machineries are capitalized under the relevant heads of property, plants and equipments, if the recognition criteria are met.

When the significant parts of property, plants and equipments are required to be replaced at periodical intervals, the Company recognizes such part as individual assets with specific useful lives and depreciates them accordingly.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flows to the Company and the cost of the item can be measured reliably. The carrying amount of any components accounted for as a separate asset is de-recognized when replaced.

All the costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a specific projects or to the acquisition of a property, plants and equipments or bringing it to its present location and working condition, is include as a part of the cost of construction of the project or as a part of the cost of property, plants and equipments, till the commencement of its commercial production. Any adjustments arising from exchange rate variations attributable to the property, plants and equipments are capitalized as aforementioned.

Borrowing costs relating to the acquisition/construction of property, plants and equipments which takes the substantial period of time to get ready for its intended use are also included in the cost of property, plants and equipments/cost of constructions to the extent they relate to the period till such property, plants and equipments are ready to be put to use.

Any subsequent expenditure related to an item of property, plants and equipments is added to its book value only and only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance.

Any items such as spare parts, stand by equipment and servicing equipments that meet the definitions criteria of the property, plants and equipments are capitalized at cost and depreciated over the useful life of the respective property, plants and equipments. Cost is in the nature of repairs and maintenances are recognized in the standalone statement of profit and loss as and when incurred.

##### Capital Work-in-Progress and Capital Advances

Cost of property, plants and equipments not ready for intended use, as on the balance sheet date, is shown as a "Capital Work-in-Progress". The capital work-in-progress is stated at cost. Any expenditure in relation to survey and investigation of the properties is carried as capital work-in-progress. Such expenditure is either capitalized as cost of the projects on completion of construction project or the same is expensed in the period in which it is decided to abandon such projects.

Any advances given towards acquisition of property, plants and equipments outstanding at each balance sheet date are disclosed as "*Other Non - Current Assets*".

##### Depreciation

Depreciation on each part of property, plants and equipments are provided to the extent of the depreciable amount of the assets on the basis of "*Straight Line Method (SLM)*" on the useful lives of the tangible property, plants and equipments as estimated by the Company's management and is charged to the standalone statement of profit and loss, as per the requirement of *Schedule - II to the Companies Act, 2013*. The estimated useful lives of the property, plants and equipments has been assessed based on the technical advice which is considered in the nature of the property,

plants and equipments, the usage of the property, plants and equipments, expected physical wear and tear of the such property, plants and equipments, the operating conditions, anticipated technological changes, manufacturer warranties and maintenance support of the property, plants and equipments etc.

When the parts of an item of the property, plants and equipments have different useful lives, they are accounted for as a separate items (major components) and are depreciated over their useful lives or over the remaining useful lives of the principal property, plants and equipments, whichever is less.

The useful lives of the items of property, plants and equipments as estimated by the Company's management is mentioned below:

S. No.	Name of Property, Plants and Equipments	Useful Life (In Years)
1.	Factory Building	30 Years
2.	Building (Other than Factory Building)	60 Years
3.	Plant and Machineries (Including Continuous Process Plant)	25 Years
4.	Furniture and Fixtures	10 Years
5.	Office Equipments	10 Years
6.	Computer and Other Data Processing units	3 Years
7.	Motor Vehicles	8 Years
8.	Electrical Installation and Other Equipments	10 Years

The Company based on technical assessment made by the technical experts and the Company's management estimate, depreciate certain items of property, plants and equipments over the estimated useful lives which are different from the useful lives as prescribed under *Schedule - II of the Companies Act, 2013*. The Company's management believes that the useful lives as given above is best to represent the period over which Company's management expects to use these property, plants and equipments.

Freehold land is not depreciated. Leasehold land and their improvement cost are amortized over the period of the lease, *if any*.

The useful lives, residual value of each part of an item of property, plants and equipments and the method of depreciation are reviewed at the end of each reporting period, *if any*, of these expectations differ from the previous estimates, such change is accounted for as a change in accounting estimate and adjusted prospectively, if appropriate.

### **Derecognition**

The carrying amount of an item of property, plants and equipments and other intangible assets are recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of the property, plants and equipments is measured as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized in the standalone statement of profit and loss, as and when the assets are de-recognized.

## **b) Intangible Assets**

### **Measurement at Recognition**

Intangible assets acquired separately measured on the initial recognition at cost. Intangible assets arising on the acquisition of business are measured at fair value as at the date of acquisition. Internally generated intangible assets including research costs are not capitalized and the related expenditure is recognized in the standalone statement of profit and loss in the period in which the expenditure is incurred. Following the initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, *if any*.

### **Amortization**

Intangible assets with the finite lives are amortized on a "*Straight Line Basis*" over the estimated useful economics lives of such intangible assets. The amortization expenses on intangible assets with the finite lives are recognized in the standalone statement of profit and loss.

The amortization period and the amortization method for an intangible assets with the finite useful lives are reviewed at the end of each financial year, *If any*, of these expectations differ from the previous estimates, such changes are accounted for as a change in an accounting estimate and adjusted prospectively, if appropriate.

S. No.	Particulars	Useful Life (In Years)
1.	Software	5 Years

**Derecognition**

The carrying amount of an intangible assets are recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an intangible assets is measured as the difference between the net disposal proceeds and the carrying amount of the intangible assets and is recognized in the standalone statement of profit and loss, as and when such assets are de-recognized.

**c) Impairment**

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the assets may be impaired.

Assets that are subject to depreciation and amortization and assets representing investments in subsidiary and associate companies are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environments.

The Company assesses at each reporting date, whether there is an indication that assets may be impaired, if any indication exists based on internal or external factors, or when annual impairment testing for assets is required, the Company estimates the asset's recoverable amount. Where the carrying amount of the assets or its cash generating unit (CGU) exceeds its recoverable amount, the assets are considered impaired and is written down to its recoverable amount. The recoverable amount is the greater of the fair value less cost to sell and value-in-use.

In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax rate that reflects current market rates and the risk specific to the assets. For the assets that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the assets belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an assets in an arm's length transactions between knowledgeable, willing parties, less cost of disposal. After the impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful lives.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or has decreased. However, the increase in the carrying amount of assets due to the reversal of an impairment loss is recognized to the extent it does exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for the assets in the prior years.

Impairment losses, if any, are recognized in the standalone statement of profit and loss and included in depreciation and amortization expense. Impairment losses are reversed in the standalone statement of profit and loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, if no impairment loss had previously been recognized.

**d) Revenue Recognition****Revenue from Contracts with Customers**

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

**Sale of Products**

Revenue from sales of goods is recognized, when control on the goods have been transferred to the customers. The performance obligation in the case of sale of goods is satisfied at a point in time i.e. when the material is shipped to the customers or delivery to the customers as may be specified in the contracts with them.

Sales (Gross) excludes Goods and Service Tax (GST) and is net of discounts and incentives to the customers.

**Sale of Services**

Revenue from sales of service is recognized over time by measuring the progress towards satisfaction of performance obligation for the service rendered. The revenue is recognized based on the agreements/arrangements with the customers as the service is performed and based on the satisfaction of performance obligation. Advances from customers is recognized under "*Other Current Liabilities*" and released to revenue on satisfaction of performance obligation.

**Export Incentives**

Export incentive revenues are recognized when the right to receive the credit is established and there is no significant uncertainty regarding the ultimate collection.

**Interest**

Revenue from Interest income is recognized using the effective interest method. Effective interest rate (EIR) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortized cost of financial liabilities.

**Dividend**

Revenue is recognized when the Company's right to receive the payment is established at the end of the reporting date, which is generally when the shareholders approve the dividend at the Annual General Meeting / Extraordinary General Meeting.

**Rental Income**

Rental income arising from operating lease on investments properties is accounted for on a straight-line basis over the lease term except the case where the incremental lease reflects inflationary effect and rental income is accounted in such case by actual rent for the period.

**e) Government Grants and Subsidies**

The Company is entitled to receive any subsidy from the Government authorities or any other authorities in respect of manufacturing or other facilities are dealt as follows:

- i) Grants in the nature of subsidies which are non-refundable and are recognized as income, when there is reasonable assurance that the Company will comply with all the necessary conditions attached to them. Income from grants is recognized on a systematic basis over the periods in which the related costs that are intended to be compensated by such grants are recognized.
- ii) The Company has received refundable government loans at below market rate of interest which are accounted in accordance with the recognition and measurement principle of Ind AS - 109, "*Financial Instruments*". The benefit of below-market rate of interest is measured as the difference between the initial carrying value of loan determined in accordance with Ind AS - 109 and the proceeds received. It is recognized as income when there is a reasonable assurance that the Company will comply with all necessary conditions attached to the loans. Income from such benefit is recognized on a systematic basis over the period of the loan during which the Company recognizes interest expense corresponding to such loans.
- iii) Income from subsidies is presented on gross basis under the Revenue from Operations.

**f) Inventories**

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and stock-in-trade are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written-down below cost, if the finished goods in which they will be incorporated are expected to be sold at or above costs. The comparison of costs and net realizable value is made on an item-by-item basis. In determining the cost of raw materials, work-in-progress, finished goods, packing materials, stores and spares, components and stock-in-trade, "*Weighted Average*" method is used.

- a) **Raw Material, Packing Material and Stores, Spares and Consumables:** Cost of inventory comprises all costs of purchase, duties / taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.
- b) **Finished Goods and Work-in-Progress:** Cost included the cost of direct materials and packing material and the labor cost and an appropriate proportion of fixed and variable overhead based on the normal operating capacity of the Company, but excluding the borrowing costs but include the other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated based of normal capacity of production facilities.
- c) **Stock-in-Trade:** Cost included the purchase price, duties / taxes (other than those subsequently recoverable from tax authorities) and other direct or indirect costs incurred in bringing the inventories to their present location and conditions.

The stock of waste or scrap is valued at net realizable value.

"*Net Realizable Value*" is the estimated selling price of inventories in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

The Company considers factors like estimated shelf life, product discontinuances and aging of inventory in determining the provision for slow moving, obsolete and other non-saleable inventory and adjust the inventory provision to reflect the recoverable value of the inventory.

**g) Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial Assets**

**Initial Recognition and Measurements**

The Company recognizes a financial asset in its standalone balance sheet, when it becomes party to the contractual provisions of the instrument. All the financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial assets.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the standalone statement of profit and loss at initial recognition, if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the standalone statement of profit and loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial assets.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

**Subsequent Measurements**

For subsequent measurements, the Company classifies a financial asset in accordance with the below criteria:

- i) The Company's business model for managing the financial assets and
- ii) The contractual cash flows characteristics of the financial assets.

Based on the above criteria, the Company classifies its financial assets into the following categories:

- i) Financial assets measured at amortized costs
- ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)
- iii) Financial assets measured at fair value through profit or loss (FVTPL)

**Financial Assets measured at Amortized Costs**

A financial asset is measured at the amortized costs if both the following conditions are met:

- a) The Company's business model objective for managing the financial assets is to hold financial assets in order to collect contractual cash flows, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amounts and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial assets over the relevant period of the financial assets to arrive at the amortized costs at each reporting date. The corresponding effect of the amortization, under effective interest method is recognized as interest income over the relevant period of the financial assets. The same is included under "Other Income" in the standalone statement of profit and loss.

The amortized costs of a financial asset are also adjusted for loss allowance, if any.

**Financial Assets measured at FVTOCI**

A financial asset is measured at FVTOCI if both of the following conditions are met:

- a) The Company's business model objective for managing the financial assets is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



This category applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income and impairment losses and its reversals in the standalone statement of profit and loss.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to standalone statement of profit and loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such election on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in other comprehensive income. However, the Company recognizes dividend income from such instruments in the standalone statement of profit and loss, when the right to receive such payment is established, it is probable that the economic benefits will flow to the Company and the amount can be measured reliably.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to standalone statement of profit and loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

#### **Financial Assets measured at FVTPL**

A financial assets are measured at FVTPL unless it is measured at amortized costs or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the standalone statement of profit and loss.

#### **Derecognition**

A financial assets (or, where applicable, a part of a financial assets or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's standalone balance sheet) when any of the following occurs:

- i) The contractual rights to cash flows from the financial assets expires;
- ii) The Company transfers its contractual rights to receive cash flows of the financial assets and has substantially transferred all the risks and rewards of ownership of the financial assets;
- iii) The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a "pass-through" arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial assets);
- iv) The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases, where the Company has neither transferred nor retained substantially all of the risks and rewards of the financial assets, but retains control of the financial assets, the Company continues to recognize such financial assets to the extent of its continuing involvement in the financial assets. In that case, the Company also recognizes an associated liabilities. The financial assets and the associated liabilities are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of a financial assets, (except as mentioned in above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the standalone statement of profit and loss.

#### **Impairment of Financial Assets**

The Company applies expected credit losses (ECL) model for measurements and recognition of loss allowance on the following:

- i) Trade receivables
- ii) Financial assets measured at amortized costs (other than trade receivables)
- iii) Financials assets measured at fair value through other comprehensive income (FVTOCI)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii and iii above), the Company determines, if there has been a significant increase in credit risk of the financial assets since the initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to twelve months ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.



Subsequently, if the credit quality of the financial assets improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on twelve months ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expected to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial assets. Twelve months ECL is a portion of the lifetime ECL which results from default events that are possible within twelve months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the reporting period are recognized as income / expense in the standalone statement of profit and loss under the head "*Other Expenses*".

### **Financial Liabilities**

#### **Initial Recognition and Measurements**

The Company recognizes a financial liabilities in its standalone balance sheet when it becomes party to the contractual provisions of the instruments. All financial liabilities are recognized initially at fair value, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liabilities.

Where the fair value of a financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the standalone statement of profit and loss at initial recognition, if the fair value is determined through a quoted market price in an active market for an identical assets (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the standalone statement of profit and loss, only to the extent that such gain or loss arises, due to a change in factor that market participants take into account when pricing the financial liabilities.

#### **Subsequent Measurements**

All financial liabilities of the Company are subsequently measured at amortized costs using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liabilities over the relevant period of the financial liabilities to arrive at the amortized costs at each reporting date. The corresponding effects of the amortization, under effective interest method is recognized as interest expense over the relevant period of the financial liabilities. The same is included under finance costs in the standalone statement of profit and loss.

#### **Derecognition**

A financial liabilities are de-recognized when the obligation under the liabilities are discharged or cancelled or expires. When an existing financial liabilities are replaced by another from the same lender on substantially different terms, or the terms of an existing liabilities are substantially modified, such an exchange or modification are treated as the de-recognition of the original liabilities and the recognition of a new liabilities. The difference between the carrying amount of the financial liabilities de-recognized and the consideration paid is recognized in the standalone statement of profit and loss.

#### **Offsetting of Financial Assets and Financial Liabilities**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

**h) Derivative Financial Instruments and Hedge Accounting**

The Company enters into derivative financial contracts in the nature of forward currency contracts with external parties to hedge its foreign currency risks relating to foreign currency denominated financial liabilities measured at amortized cost. The Company formally establishes a hedge relationship between such forward currency contracts (“Hedging Instruments”) and recognized financial liabilities (“Hedged Items”) through a formal documentation at the inception of the hedge relationship in line with the Company’s Risk Management objective and strategy.

The hedge relationship so designated is accounted for in accordance with the accounting principles prescribed for a fair value hedge under Ind AS - 109, “*Financial Instruments*”.

**Recognition and Measurement of Fair Value Hedge**

Hedging instruments is initially recognized at fair value on the date on which a derivative contract is entered into and is subsequently measured at fair value at each reporting date. Gain or loss arising from changes in the fair value of hedging instruments is recognized in the standalone statement of profit and loss. Hedging instruments is recognized as a financial assets in the standalone balance sheet, if its fair value as at reporting date is positive as compared to carrying value and as a financial liabilities, if its fair value as at reporting date is negative as compared to carrying value.

Hedged items (recognized financial liabilities) is initially recognized at fair value on the date of entering into contractual obligation and is subsequently measured at amortized costs. The hedging gain or loss on the hedged items is adjusted to the carrying value of the hedged item as per the effective interest method and the corresponding effects is recognized in the standalone statement of profit and loss.

**Derecognition**

On derecognition of the hedged items, the unamortized fair value of the hedging instrument adjusted to the hedged items, is recognized in the standalone statement of profit and loss.

**i) Fair Value**

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an assets or paid to transfer a liabilities in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the assets or transfer the liabilities takes place either:

\* In the principal market for the assets or liabilities, or

\* In the absence of a principal market, in the most advantageous market for the assets or liabilities.

All the assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to a quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly;

Level 3 - Inputs that are unobservable for the assets or liabilities.

For assets and liabilities that are recognized in the standalone financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

**j) Investments in Associate Companies**

The Company has recognized its investments in associate companies at cost in accordance with the Ind AS - 27, “*Separate Financial Statements*”. Investment in associates are carried at cost less accumulated impairment losses, *if any*. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in associates, the difference between net disposal proceeds and the carrying amounts are recognized in the standalone statement of profit and loss.

**k) Foreign Currency Transactions****a) Initial Recognition**

Transactions in the foreign currencies entered into by the Company are accounted in the functional currency (i.e. Indian Rupee `), by applying the exchange rates prevailing on the date of the transaction i.e. spot exchange rate. Any exchange difference arising on foreign exchange transactions settled during the reporting period are recognized in the standalone statement of profit and loss except to the extent that they are regarded as an adjustment to the finance costs on foreign currency borrowings that are directly attributable to the acquisition or constructions of the qualifying assets, are capitalized to the qualifying assets.

**b) Conversion of Foreign Currency Items at Reporting Date**

Foreign currency monetary items of the Company are restated at the end of the reporting date by using the closing exchange rate as prescribed by the Reserve Bank of India. Non-monetary Items are recorded at the exchange rate prevailing on the date of the transactions i.e. measured at historical costs. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured i.e. using the exchange rate at the date of transactions.

**l) Taxes on Income**

Tax expense comprises current tax and deferred income tax. Tax expenses is the aggregate amount included in the determination of profit or loss for the reporting period current tax and deferred income tax. Tax expenses are recognized in the standalone statement of profit and loss, except to the extent that it relates to the items recognized in the other comprehensive income or in the equity. In that case, tax is also recognized in other comprehensive income or equity.

Current income tax is the amount of income tax payable in respect of taxable profit for the reporting period. Taxable profit differs from “*Profit Before Tax*” as reported under standalone statement of profit and loss because of item of expenses or income that are taxable or deductible in other years and items that are never taxable or deductible under Income Tax Act, 1961.

Current tax assets and liabilities are measured by using the tax rates that have enacted by the end of the reporting period for the amounts expected to be recovered from or paid to the income tax authorities. Current tax also includes any adjustment amount to tax payable / receivable in respect of previous reporting period.

Deferred tax is recognized 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 under Income Tax Act, 1961 and their carrying amounts. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary difference that arises from initial recognition of assets or liabilities in a transaction that affect neither the taxable profits nor the accounting profits, deferred tax liabilities are not recognized. Also, for temporary differences, if any, that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences, and any unused tax losses and unused tax credits, to the extent, it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profits nor the accounting profits, deferred tax assets are not recognized.

The carrying amount of deferred tax assets / liabilities are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted at the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

**Uncertain Tax Positions**

The Company’s management periodically evaluates the positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and consider whether it is probable that a taxation authority will accept an uncertain tax treatments. The Company reflects the effect of uncertainty for each uncertain tax treatment by using one of two methods, the expected value method (the sum of the possibility - weighted amounts in range of possible outcomes) or the most likely amount (single most likely amount method in a range of possible outcomes), depending on which is expected to better predict the resolution of the uncertainty. The Company applies consistent judgements and estimates if an uncertain tax treatment affects both the current and deferred income tax.

**Presentation**

Current tax and deferred tax are recognized as income or an expense in the standalone statement of profit and loss, except when they relate to items that are recognized in other comprehensive income, in which case, the current tax and deferred tax income / expense are recognized in other comprehensive income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the assets and settle the liabilities simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset, if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

**m) Lease**

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership to the Company is classified as a finance lease. All other lease is classified as operating lease.

**The Company as a Lessee**

- a) **Operating Lease:** Rental payable under the operating lease are charged to the Standalone Statement of Profit and Loss on a Straight - line basis over the term of the relevant lease except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.
- b) **Finance Lease:** Finance lease are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liabilities to the lessor is included in the Standalone Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance expenses and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liabilities. Finance expenses are charged directly against the income over the period of the lease unless they are directly attributable to the qualifying assets, in which case they are capitalized. Contingent rental is recognized as an expense in the period in which they are incurred.

A leased assets are depreciated over the useful lives of the assets, however, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the assets are depreciated over the shorter of the estimated useful lives of the assets and the lease terms.

**The Company as a Lessor:**

Lease payments under operating leases are recognized as an income on a straight-line basis in the Standalone Statement of Profit and Loss over the lease term except where the lease payments are structured to increase in line with expected general inflation. The respective leased assets are included in the Standalone Balance Sheet based on their nature.

**n) Borrowing Costs**

Borrowing cost include the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs, if any, that are directly attributable to the acquisition or constructions or production of qualifying property, plants and equipments are capitalized as a part of cost of that property, plants and equipments until such time that the assets are substantially ready for their intended use. Qualifying assets are assets which take the substantial period of time to get ready for the intended use or sale.

When the Company borrows the funds specially for the purpose of obtaining the qualifying assets, the borrowing costs incurred are capitalized with the qualifying assets. When the Company borrows fund generally and use them for obtaining a qualifying assets, the capitalization of borrowing costs are computed on weighted average cost of general costs that are outstanding during the reporting period and used for acquisition of the qualifying assets. Capitalization of the borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for intended use are complete.

Other borrowing costs are recognized as expenses in the period in which they are incurred. Any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets are deducted from the borrowing costs eligible for capitalization.

**o) Employee Benefits****Short-Term Employee Benefits**

All the employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related services. The Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in the exchange for services are rendered as a liabilities (accrued expense) after deducting any amount already paid.

**Post - Employment Benefits****a) Defined Contribution Plans**

Defined contribution plans are employee state insurance scheme and Government administrated pension fund scheme for all the applicable employees and superannuation scheme for all the eligible employees. The Company's contribution to defined contribution plans is recognized in the standalone statement of profit and loss in the reporting period to which they relate.

i) **Recognition and Measurement of Defined Contribution Plans**

The Company recognizes contribution payable to a defined contribution plan as an expense in the standalone statement of profit and loss when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an assets to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

b) **Defined Benefits Plans**

i) **Gratuity**

The Company operates a defined benefits plan for its employees. The Company pays the gratuity to employee whoever has completed its five year of service with the Company at the time of retirement or resignation or superannuation. The gratuity is paid @ 15 Days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liabilities in respect of gratuity is calculated using “*Project Unit Credit Method*” and spread over the period during which the benefits is expected to be derive from employee services. The remeasurement of defined benefits plan in respect of post-employments are charged to the other comprehensive income (OCI).

ii) **Provident Fund Scheme**

Provident fund is defined contribution plan covering certain eligible employees. The Company and the eligible employees make a monthly contribution to the provident fund maintained by the regional provident fund commissioners equal to the specified percentage of the basic salary of the eligible employees as per the scheme. The contributions to the provident fund are charged to the standalone statement of profit and loss for the period, when the contributions are due. The Company has no obligation, other than the contributions payable to the provident fund.

iii) **Pension Scheme**

The Company operates a defined benefit pension plans for certain specified employee satisfying certain conditions, as approved by the Board of Directors.

iv) **Post - Retirement Medical Benefit Plan**

The Company operates a defined post-retirement medical benefits plan for certain specified employees and payable upon the employee satisfying certain conditions.

v) **Leave Encashment**

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefits for measurement purpose. The Company measures the expected cost of such absence as the additional amount that is expects to pay as a result of unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefits for measurement purpose. Such long-term compensated absences are provided for based on the actuarial valuation using the “*Project Unit Credit Method*” at the reporting date. Actuarial gain / losses are immediately taken to the standalone statement of profit and loss and are not deferred.

**Recognition and Measurement of Defined Contribution Plans**

The cost of providing defined benefits is determined using the “*Projected Unit Cash Credit*” method with actuarial valuations being carried out at each Balance Sheet date. The defined benefit obligations recognized in the balance sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, *if applicable*. Any defined benefit assets is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liabilities / (assets) are recognized in the standalone statement of profit and loss. Remeasurements of the net defined benefits liabilities / (assets) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liabilities / assets), are recognized in other comprehensive income. Such remeasurements are not reclassified to the standalone statement of profit and loss in the subsequent periods.

Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain or losses in



respect of the defined benefits plan are recognized in the standalone statement of profit and loss in the year in which they arise.

The Company presents the above liabilities as current and non-current in the balance sheet as per the actuarial valuation by the independent actuary.

**c) Employee Separation Costs**

Compensation to employees who have opted for retirement under the voluntary retirement scheme of the Company is payable in the year of exercise of option by the employee. The Company recognizes the employee separation cost when the scheme is announced and the Company is demonstrably committed to it.

The Company presents this liabilities as current and non-current in the standalone balance sheet as per the actuarial valuation by the independent actuary.

**p) Segment Reporting**

Segments are identified having regard to the dominant source and nature of the risks and returns and the internal organization and management structures. The Company has considered as business segments as primary segments. The Company does not have any geographical segments.

**Identification of Segments**

The Company's operating business are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers the different products and serves the different markets. Majorly, the Company's business segments are *Aluminium Powder and Paste, Aluminium Conductor, Aluminium Foils and Others*.

**Segment Accounting Policies**

The Company's Board of Directors are identified as the Chief Operating Decision Maker (CODM). CODM reviews the overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate the performance of any individual products or geography. The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the standalone financial statements of the Company as a whole.

Operating Segments are reported in the manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM is responsible for assessing the performance and allocating the resources of the operating segment of the Company. Refer "Note No. 41" for Segment information.

**q) Research and Developments**

Research and Developments expenditures of a revenue nature are expensed out under the respective heads of the account in the period in which it is incurred. Expenditure of development, which does not meet the criteria for recognition as an intangible assets are recognized as an expense when it incurred.

Item of property, plants and equipments and acquired intangible assets utilized for research and developments are capitalized and depreciated in accordance with the policies stated for tangible property, plants and equipments and intangible assets.

**r) Earnings per Share**

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Ind AS - 33, "Earnings per Share". Basic EPS is computed by dividing the net profit or loss attributable to the equity shareholders of the Company for the period by the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit or loss attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all potential equity shares, except where the results are anti-dilutive.

The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus Issue, bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

**s) Provisions and Contingencies**

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liabilities. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance costs.



A disclosure for a contingent liabilities are made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liabilities.

**t) Exceptional Items**

An ordinary item of income or expense which by its size, nature, occurrence or incidence requires a disclosure in order to improve understanding of the performance of the Company is treated as an exceptional item in the standalone statement of profit and loss.

**u) Event after Reporting Date**

Where events occurring after the balance sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the standalone financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

All the events occurring after the balance sheet date up to the date of the approval of the standalone financial statement of the Company by the board of directors on **May 27, 2023**, have been considered, disclosed and adjusted, wherever applicable, as per the requirement of Indian Accounting Standards.

**v) Cash Flow Statements**

Cash flows statements are reported using the method set out in the Ind AS - 7, “Cash Flow Statements”, whereby the net profit / (loss) before tax is adjusted for the effects of the transactions of a non-cash nature, any deferrals or accrual of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**w) Cash and Cash Equivalents**

Cash and cash equivalents include cash and cheques-in-hand, balances with banks, and demand deposits with banks where the original maturity is three months or less and other short-term highly liquid investments net of bank of overdrafts which are repayable on demand as these from an integral part of the Company’s cash management.

**1.4 RECENT ACCOUNTING PRONONCEMENT**

Ministry of Corporate Affairs (“the MCA”) notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rules as issued from time to time. On March 31, 2023, the MCA through a notification amended to the existing standards under the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Rule, 2023, applicable from April 01, 2023, as below;

**Ind AS - 1 - Presentation of the Financial Statements**

The amendments requires the Company to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with the other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its standalone financial statements.

**Ind AS - 8 - Accounting Policies, Changes in Accounting Estimates and Errors**

This amendment will help to distinguish between accounting policies and accounting estimates. The definition of changes in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “Monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates, if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its standalone financial statements.

**Ind AS - 12 - Income Tax**

The amendment clarify how the Companies account for deferred tax on transactions such as lease and decommissioning obligations. The amendments narrowed the scope of recognition exemption in paragraph 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its standalone financial statements.

The effective date for adoption of these amendments is annual period beginning on or after April 01, 2023. The Company has evaluated the amendments and the impacts of the amendments are insignificant in the standalone financial statements.

## 1.5 KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the Company's standalone financial statements is in conformity with the Ind AS requires managements to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of the assets, liabilities, income and expenses (including the contingent liabilities) and the accompanying disclosures. Uncertainty about these assumptions and estimates could results in outcomes that require a material adjustments to the carrying amount of assets or liabilities effected in future periods. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revision to accounting estimates are recognized in the period which the estimates are revised and in any future periods affected.

The key assumptions concerning the future and other key resources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amount of the assets and liabilities within the next financial year, are described as follow:

- a) **Income Tax:** The Company's tax jurisdiction is in India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the income tax provisions, including the amount expected to be paid / recovered for uncertain tax provisions (Refer "Note No. 19").
- b) **Property, Plants and Equipments:** Property, plants and equipments represent a significant proportion of the assets base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the Company's management at the time the assets are acquired and reviewed periodically, including at each financial year end. Useful lives of each of these assets are based on the life prescribed in Schedule II to the Companies Act, 2013 or based on the technical estimates, taking into account the nature of the assets, estimated usage, expected residual values and operating conditions of the assets. The lives are based on historical experience with the similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the assets.
- c) **Defined Benefits Obligations:** The costs of providing gratuity and other post-employment benefits are charged to the standalone statement of profit and loss in accordance with *Ind AS - 19, "Employee Benefits"* over the period during which benefit is derived from the employees' services. It is determined by using the actuarial valuation and assessed on the basis of assumptions selected by the Company's management. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in "Note No. 42", "Employee Benefits". Due to complexities involved in the valuation and its long-term in nature, a defined benefit obligation is highly sensitive to change in these assumptions. All assumptions are reviewed at each balance sheet date.
- d) **Fair Value measurements of Financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the standalone balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgments and assumptions. The input to these models are taken from observable markets wherever possible, where this is not feasible, a degree of judgements is required in establishing fair value. Judgements includes considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of the financial instruments.
- e) **Recoverability of Trade Receivables:** Judgment are required in assessing the recoverability of overdue trade receivables and determining whether a provision is 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-payments.
- f) **Provisions:** Provision and liabilities are recognized in the period when it becomes probable that there will be future outflow of resources resulting from past operations or events and the amount of cash outflows can be reliably estimated. The timing of recognition and quantification of the liabilities requires the application of judgements to existing facts and circumstances, which can be subject to change. The carrying amounts of provision and liabilities are reviewed regularly and revised to take the amount of changing the facts and circumstances.
- g) **Impairment of Financial and Non - Financial Assets:** The impairment provision of financial assets are based on the assumptions about the risk of default and expected cash loss rates. The Company uses judgment 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 the reporting period.

In case of Non-financial assets, the Company estimates asset's recoverable amount, this is higher of an assets or cash generating units (CGU) fair value less the cost of disposal and the value-in-use.

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

- h) **Recognition of Deferred Tax Assets and Liabilities:** Deferred tax assets and liabilities are recognized for deductible temporary differences and unused tax losses or unused tax credit for which there is probability of utilization against the future taxable profits. The Company uses judgments to determine the amount of deferred tax that can be recognized, based upon the likely timing and the level of future taxable profits and business developments.
- i) **Amortization of Leasehold Land:** The Company's lease assets primarily consist of lease for industrial land. The lease premium is the fair value of land paid by the Company to the respective authorities at the time of acquisition and there is no liability at the end of the lease term. The lease premium paid by the Company has been amortized over the lease period on systematic basis and classified under Ind AS - 16, "*Property, Plants and Equipments*" and therefore, the requirements of both Ind AS - 116 and Ind AS - 17, as to the period over which, and the manner in which, the right of use assets (under Ind AS - 116) or the assets arising from the finance lease (under Ind AS - 17) amortized as similar.

## 2) Property, Plants and Equipments

S. No.	Particulars	Gross Carrying Value			Depreciation			Net Carrying Value		
		Cost As At 01.04.2022	Addition during the period	Deduction / Adjustments	Cost As At 31.03.2023	Depreciation Upto 01.04.2022	Addition during the period	Deduction / Adjustments	As At 31.03.2023	As At 31.03.2022
A	Land	331.77	272.68	-	604.45	-	-	-	604.45	331.77
		547.36	-	-	547.36	20.41	5.49	-	521.46	526.95
B	Building	6,684.72	60.60	-	6,745.32	496.18	202.20	-	6,046.94	6,188.54
		435.77	9.14	-	444.91	17.67	7.43	-	419.81	418.10
C	Furniture and Fixtures	185.27	8.74	-	194.00	27.12	19.04	-	147.85	158.15
		6,531.14	1,491.17	25.41	7,996.90	645.42	280.30	17.38	7,088.56	5,885.72
D	Plant and Equipments	1,148.49	51.54	7.89	1,192.13	219.75	114.39	7.89	865.89	928.74
		185.42	12.18	-	197.60	31.49	18.28	-	147.83	153.92
E	Motor Vehicles	53.65	56.05	9.19	100.51	16.43	6.24	8.74	86.58	37.23
		43.97	1.59	-	45.56	24.01	4.65	-	16.90	19.95
F	Computers and Peripherals	16,147.56	1,963.68	42.50	18,068.75	1,498.48	658.02	34.01	15,946.25	14,649.07
		11,995.30	4,258.81	106.55	16,147.56	893.50	605.52	0.54	14,649.07	11,101.80

1) Gross carrying amount and accumulated depreciation have been regrouped and netted in line with deemed cost exemption opted out by the Company as per Ind AS, with effect from April 01, 2018 i.e. date of transition to Ind AS for the Company.

2) Title deed of all the immovable properties are held in the name of the Company.

3) The amount of Contractual Commitments for the purpose of acquisition or constructions of the Property, Plants and Equipments is disclosed under "Note No. 46", if any.

## 3) Other Intangible Assets

S. No.	Particulars	Gross Carrying Value				Depreciation			Net Carrying Value		
		Cost As At 01.04.2022	Addition during the period	Deduction / Adjustments	Cost As At 31.03.2023	Depreciation Upto 01.04.2022	Addition during the period	Deduction / Adjustments	Depreciation As At 31.03.2023	As At 31.03.2023	As At 31.03.2022
A	Software										
		140.50	1.46	-	141.95	46.77	26.78	-	73.55	68.41	93.73
		140.50	1.46	-	141.95	46.77	26.78	-	73.55	68.41	93.73
	Previous Year... (₹)	140.50	-	-	140.50	20.06	26.71	-	46.77	93.73	120.44

1) Gross carrying amount and accumulated amortization have been regrouped and netted in line with deemed cost exemption opted out by the Company as per Ind AS, with effect from April 01, 2018 i.e. date of transition to Ind AS for the Company.

2) The amount of Contractual Commitments for the purpose of acquisition or constructions of the Property, Plants and Equipments is disclosed under "Note No. 46", if any.

## 4 Capital Work-in-Progress\*

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Capital Work-in-Progress</b>		
For Electrical Installations	69.20	-
For Factory Building	177.17	5.73
For Plant and Machineries	1,216.16	374.61
<b>Total...(₹)</b>	<b>1,462.53</b>	<b>380.34</b>

\* Refer "Note No. 37" for aging analysis of Capital Work-in-Progress.

## 5 Non - Current Investments

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Investment in Equity Instruments</b>		
<b>Quoted Equity Shares, Fully Paid Up</b>		
100 (Prev Year NIL) Equity Share of ITC Limited	0.38	-
<b>Unquoted Equity Shares, Fully Paid Up</b>		
a) Investments in Associate Companies		
{Measured at Costs (Referred at 1.3.j)}		
Fully Paid up with Face Value of ` 10 each unless otherwise specified		
<b>9,98,260 (Prev Year 9,98,260) Equity Share of Star Circlips and Engineering Limited</b>	<b>97.83</b>	<b>97.83</b>
<b>70,22,600 (Prev Year 70,22,600) Equity Share of Toyal MMP India Private Limited</b>	<b>702.26</b>	<b>702.26</b>
<b>Total...(₹)</b>	<b>800.47</b>	<b>800.09</b>

## 5.1 Classification of Investments

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Investments in Equity Instruments</b>		
<b>Quoted, Fully Paid Up</b>		
Aggregate Amount of Quoted Investments	0.35	-
Market Value of Quoted Investments	0.38	-
Aggregate Amount of Unquoted Investments	800.09	800.09

## 5.2 Category Wise Classification of Investments

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Investments in Equity Instruments</b>		
<b>Financial Assets measured at Costs</b>	<b>800.09</b>	<b>800.09</b>
Financial Assets measured at Fair Value through OCI	0.38	-

## 6 Other Non - Current Financial Assets

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Others</b>		
<b>Security Deposits</b>	<b>159.29</b>	<b>156.42</b>
Term Deposits held as Margin Money against Bank Guarantee and Other Commitments*	12.71	16.15
<b>Total...(₹)(A)</b>	<b>172.01</b>	<b>172.56</b>
Other Receivables	703.65	710.57
Less: Allowances for Unsecured Doubtful Debts and Advances**	108.08	50.19
<b>Total...(₹)(B)</b>	<b>595.57</b>	<b>660.38</b>
<b>Total...(₹)(A + B)</b>	<b>767.58</b>	<b>832.95</b>

\* The term deposits held by the Company with banks or financial institutions comprises of the time deposit and are made for varying period between one year to two years and earn the interest at the respective deposit rate, the same are held as lien or pledged by them against the corporate credit cards provided to the Company, amounting to ₹ 10.00 Lakhs (Prev Year ₹ 10.00 Lakhs).

\*\* Refer “Note No. 36B” for the information of credit risk and market risk.

No amounts are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member.

#### 7 Other Non - Current Assets

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Others</b>		
Capital Advances	321.05	916.43
Income Tax Refund Receivables	59.93	65.80
<b>Total...(₹)</b>	<b>380.98</b>	<b>982.23</b>

#### 8 Current Tax Assets (Net)

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Income Tax</b>		
Advance Income Tax	420.00	-
Tax Deducted at Source Receivables	38.08	-
<b>Tax Collected at Source Receivables</b>	<b>15.94</b>	-
Less: Provision for Income Tax	335.55	-
<b>Total...(₹)</b>	<b>138.47</b>	-

#### 9 Inventories\*

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b><u>Inventories**</u></b>		
<b><u>(Valued at lower of Cost or Net Realizable Value)</u></b>		
Finished Goods	2,512.49	1,641.23
Packing Materials	170.03	152.18
Raw Material	1,861.67	2,537.89
Stores, Spares and Consumables	354.51	386.57
Trading Stocks	3.64	4.85
Work-in-Progress	3,713.33	2,966.52
<b>Total...(₹)</b>	<b>8,615.65</b>	<b>7,689.25</b>

\* Cost of Inventories recognized as an expense during the year is disclosed in “Note No. 30”.

\*\* Cost of Inventories recognized as an expense included ₹ NIL (Prev Year ₹ NIL) in respect of written down value of inventories to the net realizable value. There has been no reversal towards such written down value in current reporting period and previous reporting period.

#### 10 Trade Receivables\*

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b><u>Unsecured**</u></b>		
Considered Good	4,457.01	5,179.44
Considered Doubtful	37.42	306.21
Less: Allowances for Unsecured Doubtful Debts and Advances	37.42	306.21
<b>Total...(₹)</b>	<b>4,457.01</b>	<b>5,179.44</b>

\* Refer “Note No. 36B” for the Information of credit risk and market risk for Trade Receivables.

\*\* Refer “Note No. 38” for aging analysis of Trade Receivables.

No trade receivables are due from directors or other officers of the Company either severally or jointly with an other persons,



nor due from firms or private companies respectively in which director is partner, a director or a member except ₹ 19.32 Lakhs (Prev Year ₹ 31.06 Lakhs) due from the associate companies.

**11 Cash and Cash Equivalents**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>A) Cash and Cash Equivalents*</b>		
<b>Balances with Banks</b>		
In Current Account	191.38	16.68
Cash-in-Hand	11.64	5.70
<b>Total...(₹)(A)</b>	<b>203.03</b>	<b>22.38</b>
<b>B) Other Balances with Banks</b>		
Unpaid Dividend**	1.44	0.52
<b>Total...(₹)(B)</b>	<b>1.44</b>	<b>0.52</b>
<b>Total...(₹)(A + B)</b>	<b>204.47</b>	<b>22.90</b>

\* There are no restrictions with regards to cash and cash equivalents as at the end of reporting period and previous reporting period.

\*\* The Company can only utilize these balances towards the settlement of "Unclaimed Dividend / Unpaid Dividend".

**12 Other Current Financial Assets**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Others</b>		
Interest Receivables	6.57	0.14
Term Deposits (Held as Margin Money with Banks against Bank Guarantee and Commission)*	40.16	104.06
<b>Total...(₹)</b>	<b>46.73</b>	<b>104.21</b>

\* The term deposits held by the Company with banks or financial institutions comprises of the time deposit and are made for varying period less than one year and earn the interest at the respective deposit rate, the same are held as lien or pledged by them against the bank guarantee provided to Government Authorities and other institutions by the Company, amounting to ₹ 209.38 Lakhs (Prev Year ₹ 165.06 Lakhs).

**13 Other Current Assets**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Others</b>		
Advances to Staff	53.53	48.00
Advances to Vendor's	381.48	568.27
Balances with the Revenue Authorities	39.36	82.33
Other Receivables	37.68	20.81
<b>Total...(₹)</b>	<b>512.05</b>	<b>719.41</b>

No advances and receivables are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member.

**14 Equity Share Capital**

(₹ in Lakhs)

Particulars	31.03.2023		31.03.2022	
	Nos.	₹	Nos.	₹
<b>Authorized</b>				
Equity Shares of ₹ 10 Each	260.00	2,600.00	260.00	2,600.00
	<b>260.00</b>	<b>2,600.00</b>	<b>260.00</b>	<b>2,600.00</b>
<b>Issued, Subscribed and Fully Paid Up</b>				
Equity Shares of ₹ 10 Each	254.03	2,540.26	254.03	2,540.26
<b>Total...(₹)</b>	<b>254.03</b>	<b>2,540.26</b>	<b>254.03</b>	<b>2,540.26</b>

**a) Reconciliation of the Shares outstanding at the beginning and at the end of the Reporting Period**

Particulars	31.03.2023		31.03.2022	
	Nos.	₹	Nos.	₹
Shares outstanding at the beginning of the period...(₹)	254.03	2,540.26	254.03	2,540.26
Shares issued during the period	-	-	-	-
Shares bought Back during the period	-	-	-	-
<b>Shares outstanding at the end of the period...(₹)</b>	<b>254.03</b>	<b>2,540.26</b>	<b>254.03</b>	<b>2,540.26</b>

**b) Terms / Rights attached to Equity Shares**

- The Company has only one class of shares - referred to as - equity shares having a par value of ` 10 per share. Each holder of equity shares 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 remaining assets of the Company, after distribution of all the preferential amounts. The distribution will be in the proportion to the number of equity shares held by the shareholders.
- The Company declares and pays the dividend in Indian Rupees (`). The payment of dividend is also made in foreign currency to the shareholders outside India. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in their ensuing Annual General Meeting (AGM), except in case of interim dividend.

**c) Details of Shareholders holding more than 5% shares in the Company\***

Name of Shareholders	31.03.2022		31.03.2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares of ₹ 10 Each Fully Paid Up				
Shri Arun Bhandari	69.59	27.40%	69.59	27.40%
Master Vivaan Bhandari	14.59	5.74%	14.59	5.74%
Mayank Fastners Private Limited	47.84	18.83%	47.84	18.83%
Smt. Saroj Bhandari	32.56	12.81%	32.56	12.81%
Massachusetts Institute of Technology	17.00	6.69%	17.00	6.69%
<b>Total Nos. of Shares Held</b>	<b>181.58</b>	<b>71.48%</b>	<b>181.58</b>	<b>71.48%</b>

\* As per the records of the Company, including the register of members. The above details are certified by the Registrar and Share Transfer Agents

The Board of Directors, at its meeting held on May 27, 2023 have recommended a payment of final dividend of ₹ 1.00 (One Rupee Only) per equity shares of the face value of ₹ 10 each i.e 10% of the face value of equity share amounting to ₹ 254.03 Lakhs, subject to the approval of shareholders at their ensuing Annual General Meetings (AGM), hence not recognized as a liability, for the financial period ended at March 31, 2023. The Board of Directors has not declared any interim dividend during the reporting period. (Refer "Note No. 48").

**d) Shares held by the promoters as defined in the Companies Act, 2013 at the end of period**

Name of Promoters	31.03.2023		31.03.2022		% of Changes during the period
	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding	
<b><u>Equity Shares of ` 10 Each Fully Paid Up</u></b>					
Master Vivaan Bhandari	14.59	5.74%	14.59	5.74%	0.00%
Mayank Fastners Private Limited	47.84	18.83%	47.84	18.83%	0.00%
Ms. Rohini Bhandari	2.24	0.88%	2.24	0.88%	0.00%
Rohini Horticulure Private Limited	1.24	0.49%	1.24	0.49%	0.00%
Shri Arun Bhandari	69.59	27.40%	69.59	27.40%	0.00%
Shri Mayank Bhandari	5.65	2.23%	5.65	2.23%	0.00%
Smt. Sakshi Bhandari	3.91	1.54%	3.91	1.54%	0.00%
Smt. Saroj Bhandari	32.56	12.81%	32.56	12.81%	0.00%
Star Circlips and Engineerings Limited	11.58	4.56%	11.58	4.56%	0.00%
<b>Total Nos. of Shares</b>	<b>189.21</b>	<b>74.47%</b>	<b>189.21</b>	<b>74.47%</b>	

## 15 Other Equity

	Reserves and Surplus			Item of OCI		Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	Remeasurement of Defined Benefits Plan	
<b>Balance as at April 01, 2021 (A)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>10,121.48</b>	-	<b>24.52</b>	<b>16,975.81</b>
<b><u>Addition during the reporting period</u></b>						
Net Profit / (Loss) during the reporting period	-	-	2,438.69	-	-	<b>2,438.69</b>
Addition during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
<b><u>Items of the Other Comprehensive Income for the period (Net of taxes)</u></b>						
Remeasurment of benefit of defined benefits plan (Net)	-	-	-	-	10.43	<b>10.43</b>
Net fair value gain on investments in equity instruments through OCI	-	-	-	-	-	-
<b>Total Comprehensive Income for the year 2021 - 2022 (B)</b>	-	-	<b>2,438.69</b>	-	<b>10.43</b>	<b>2,449.13</b>
<b><u>Reduction during the reporting period</u></b>						
Final Dividend	-	-	254.03	-	-	<b>254.03</b>
<b>Total reductions during the reporting period (C)</b>	-	-	<b>254.03</b>	-	-	<b>254.03</b>
<b>Balance as at March 31, 2022 (D) = (A + B - C)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>12,306.15</b>	-	<b>34.95</b>	<b>19,170.91</b>

(₹ in Lakhs)

	Reserves and Surplus			Item of OCI		Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	Remeasurement of Defined Benefits Plan	
<b>Balance as at April 01, 2022 (A)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>12,306.15</b>	-	<b>34.95</b>	<b>19,170.91</b>
<b><u>Addition during the reporting period</u></b>						
Net Profit / (Loss) during the reporting period	-	-	1,850.12	-	-	1,850.12
Addition during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
<b><u>Items of the Other Comprehensive Income for the period (Net of taxes)</u></b>						
Remeasurment of benefit of defined benefits plan (Net)	-	-	-	-	(18.18)	(18.18)
Net fair value gain on investments in equity instruments through OCI	-	-	-	0.03	-	0.03
<b>Total Comprehensive Income for the year 2022 - 2023 (B)</b>	-	-	<b>1,850.12</b>	<b>0.03</b>	<b>(18.18)</b>	<b>1,831.97</b>
<b><u>Reduction during the reporting period</u></b>						
Final Dividend	-	-	254.03	-	-	254.03
<b>Total reductions during the reporting period (C)</b>	-	-	<b>254.03</b>	-	-	<b>254.03</b>
<b>Balance as at March 31, 2023 (D) = (A + B - C)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>13,902.25</b>	<b>0.03</b>	<b>16.77</b>	<b>20,748.85</b>

**Description of Nature and Purpose of the Reserves**

- a) **Capital Reserve:** Capital reserve was created on the capital incentive received from sales tax department for the purpose of setting up the manufacturing plants. The Incentive has attached certain terms and conditions, non-compliance of those terms and conditions would render the forfeiture of the incentive.
- b) **Securities Premium:** Securities premium account is used to record the premium on issue of equity share. These reserve is mainly utilized in accordance with the provisions of the Companies Act, 2013.
- c) **Remeasurement of Defined Benefits Plan:** This represents the cumulative gains and losses arising on the remeasurements of the defined benefits plan in accordance with the Ind AS 19 that have been recognised in Other Comprehensive Income.
- d) **Equity Instruments through Other Comprehensive Income:** This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off.
- e) **Retained Earnings:** Retained earning reserves represents the undistributed accumulated earnings of the Company as on the date of standalone financial statements.

**16 Borrowings**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b><u>Non - Current</u></b>		
Secured		
From Banks and Financial Institutions	635.83	654.00
<b>Total...(₹)(A)</b>	<b>635.83</b>	654.00
<b><u>Unsecured</u></b>		
From Related Parties	30.00	30.00
<b>Total...(₹)(B)</b>	<b>30.00</b>	30.00
<b>Total...(₹)(A + B)</b>	<b>665.83</b>	684.00

**Nature of Securities and Terms of Repayments**

- a) Term Loan from Axis Bank Limited are secured by the first pari-passu by way of extension of hypothecation charge on equitable mortgage on factory land and building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Distt. Bhandara and are further secured by way of equitable mortgage on land and building situated at Survey No. 1016, Mouza and Grampanchayat Neeri, PC No. 21, Mohadi, Distt. Bhandara and also further secured by way of Plot No. B - 28, Industrial Area, MIDC, Behind Mahindra and Mahindra, Hingna Road, Nagpur (M.H.) - 440016.
- b) Term Loan from Axis Bank Limited are obtained to meet the liquidity mismatch arising out of the COVID - 19 and the same has to be repaid on Monthly installments commencing from March 2024, and has to be repaid full on or before March 2027.
- c) Term Loan from related parties are unsecured and are repayable on demand basis.

**17 Long - Term Financial Liabilities**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b><u>Others</u></b>		
Retention Money relating to Capital Expenditures	23.86	42.72
<b>Total...(₹)</b>	<b>23.86</b>	42.72

**18 Long - Term Provisions**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b><u>Provision for Employee Benefits *</u></b>		
Gratuity (Unfunded)	198.71	213.51
Leave Encashment (Unfunded)	47.71	42.79
<b>Total...(₹)</b>	<b>246.42</b>	256.31

\* Refer "Note No. 42" for further reference.

**19 Income TaxesA****A The major components of income tax expenses during the year are as under: (₹ in Lakhs)**

S. No.	Particulars	31.03.2023	31.03.2022
i)	<b><u>Income Tax recognized in the Statement of Profit and Loss</u></b>		
	<b><u>Current Tax</u></b>		
	In respect of Current Year	335.55	650.77
	Adjustment in respect of Previous Year	5.19	(5.82)
	<b><u>Deferred Tax</u></b>		
	In respect of Current Year	262.61	161.19
	<b>Income Tax Expenses recognized in the Statement of Profit and Loss</b>	<b>603.35</b>	<b>806.14</b>
ii)	<b><u>Income Tax recognized in the Other Comprehensive Income</u></b>		
	<b><u>Deferred Tax</u></b>		
	On Account of Remeasurement of Defined Benefits Plan	(6.11)	3.51
	On account of fair valuation of equity instruments	<b>0.01</b>	-
	<b>Income Tax Expenses recognized in the Other Comprehensive Income</b>	<b>(6.11)</b>	<b>3.51</b>

**B Reconciliation of Tax Expenses and the Accounting Profit for the year is as under: (₹ in Lakhs)**

S. No.	Particulars	31.03.2023	31.03.2022
1	<b><u>Net Profit / (Loss) Before Tax</u></b>	2,453.47	3,244.83
2	Income tax rate	25.168%	25.168%
3	<b>Income tax expenses calculated on above</b>	<b>617.49</b>	<b>816.66</b>
4	Tax effect on non-deductible expenses	14.87	13.79
5	Tax effect on difference in carrying value and tax base of land	(9.86)	(13.42)
6	Others	(24.33)	(5.07)
7	Total	598.16	811.96
8	<b>Adjustment in respect of current income tax of previous year</b>	<b>5.19</b>	<b>(5.82)</b>
9	Tax expenses as per Statement of Profit and Loss	603.35	806.14

The tax rate used for reconciliation above is corporate tax rate at the rate 25.168% (Prev Year 25.168%) payable by the corporate entities on taxable profits under Indian Tax Laws.

**C The major components of Deferred Tax Liabilities / (Assets) arising on account of timing differences as follows**  
**As At March 31, 2023 (₹ in Lakhs)**

S. No.	Particulars	Balance Sheet 01.04.2022	Profit and Loss 2022 - 2023	OCI 2022 - 2023	Balance Sheet 31.03.2023
1	Difference between written down value / Capital work-in-progress on Property, Plants and Equipments as per books of accounts and Income Tax Act, 1961	835.97	213.13	-	1,049.09
2	Allowance for unsecured doubtful debts and advances	(89.70)	53.08	-	(36.62)
3	Provision for expenses allowed for tax purpose on payment basis	(100.34)	6.27	-	(94.07)
4	Difference in carrying value and tax base of land	(57.55)	(9.86)	-	(67.41)
5	Remeasurements of defined benefits plan through Other Comprehensive Income	10.34	-	(6.11)	4.23
6	<b>Fair valuation of equity instruments through Other Comprehensive Income</b>	<b>-</b>	<b>-</b>	<b>0.01</b>	<b>0.01</b>
7	<b>Deferred Tax Expenses / (Benefits)</b>	<b>-</b>	<b>262.61</b>	<b>(6.11)</b>	<b>-</b>
8	<b>Net Deferred Tax Liabilities / (Assets)</b>	<b>598.73</b>	<b>-</b>	<b>-</b>	<b>855.23</b>

As At March 31, 2022

(₹ in Lakhs)

S. No.	Particulars	Balance Sheet	Profit and Loss	OCI	Balance Sheet
		01.04.2021	2021 - 2022	2021 - 2022	31.03.2022
1	Difference between written down value / Capital work-in-progress on Property, Plants and Equipments as per books of accounts and Income Tax Act, 1961	636.05	199.92	-	835.97
2	Allowance for unsecured doubtful debts and advances	(74.31)	(15.39)	-	(89.70)
3	Provision for expenses allowed for tax purpose on payment basis	(90.41)	(9.93)	-	(100.34)
4	Difference in carrying value and tax base of land	(44.13)	(13.42)	-	(57.55)
5	Remeasurements of defined benefits plan through Other Comprehensive Income	6.83	-	3.51	10.34
6	<b>Deferred Tax Expenses / (Benefits)</b>		<b>161.19</b>	<b>3.51</b>	
7	<b>Net Deferred Tax Liabilities / (Assets)</b>	<b>434.03</b>			<b>598.73</b>

**20 Other Non - Current Liabilities**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Others</b>		
Deferred Revenue Income arising from Grants and Subsidies	146.49	112.01
<b>Total...(₹)</b>	<b>146.49</b>	<b>112.01</b>

**21 Short - Term Borrowings**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Current</b>		
<b>Secured</b>		
Loans Repayable on Demand		
From Banks and Financial Institutions		
Foreign Currency Loan	930.59	857.51
Indian Currency Loan	4,141.72	3,673.46
<b>Total...(₹)(A)</b>	<b>5,072.31</b>	<b>4,530.97</b>
<b>Current Maturities</b>		
<b>Secured (Term Loans)</b>		
Indian Currency Loan	18.17	-
<b>Total...(₹)(B)</b>	<b>18.17</b>	<b>-</b>
<b>Total...(₹)(A + B)</b>	<b>5,090.48</b>	<b>4,530.97</b>

**Nature of Securities**

- Working Capital Loan from the Axis Bank Limited are secured by first charge on the hypothecation of entire inventories, book debts, receivables and other current assets with the Company presently held and held in the near future and are further secured by way of equitable mortgage at the Factory Land and Building situated at Plot No. B - 28, Industrial Area, MIDC, Hingna Road, Behind Mahindra and Mahindra, Nagpur and are further secured by way of equitable mortgage Factory Land and Building situated at 1016, Mouza and Grampanchayat Neeri, Mohadi, Bhandara and are further secured by way of equitable mortgage of Land and Building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Bhandara. These credit facilities are also further secured by irrevocable personal guarantees of two of the Directors, Shri Arun Bhandari and Shri Lalit Bhandari.
- Working Capital Loan from the ICICI Bank Limited are secured by first pari-passu charge on the hypothecation of entire inventories, book debts, receivables and other current assets with the Company presently held and held in the near future and are further secured by way of equitable mortgage at the Factory Land and Building situated at Plot No. B - 28, Industrial Area, MIDC, Hingna Road, Behind Mahindra and Mahindra, Nagpur and are further secured by way of equitable mortgage Factory Land and Building situated at 1016, Mouza and Grampanchayat Neeri, Mohadi, Bhandara and are further secured by way of equitable mortgage of Land and Building situated at Survey No. 43, 55/1, 56/1 and



56/2, Mouza Maregaon, Bhandara. These credit facilities are also further secured by irrevocable personal guarantees of two of the Directors, Shri Arun Bhandari and Shri Lalit Bhandari.

- c) Working Capital Loan from the CITI Bank are secured by first pari-passu charge on the hypothecation of entire inventories, book debts, receivables and other current assets with the Company presently held and held in the near future and are further secured by way of equitable mortgage at the Factory Land and Building situated at Plot No. B - 28, Industrial Area, MIDC, Hingna Road, Behind Mahindra and Mahindra, Nagpur and are further secured by way of equitable mortgage Factory Land and Building situated at 1016, Mouza and Grampanchayat Neeri, Mohadi, Bhandara and are further secured by way of equitable mortgage of Land and Building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Bhandara. These credit facilities are further secured by way of demand promissory note of ₹ 2,500 Lakhs. These credit facilities are also further secured by irrevocable personal guarantees of two of the Directors, Shri Arun Bhandari and Shri Lalit Bhandari.

## 22 Trade Payables\*

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Trade Payables (Including Acceptance)**</b>		
Due to Micro and Small Enterprises***	11.95	74.96
Due to Others#	1,748.46	2,059.27
<b>Total...(₹)</b>	<b>1,760.41</b>	<b>2,134.23</b>

\* Refer "Note No. 39" for aging analysis of Trade Payables.

\*\* Acceptance include the arrangements where operational suppliers of goods and services are initially paid by the Banks and Financial Institutions, while Company continues to recognize the liabilities till the settlement with the Banks and Financial Institutions, which are normally effected within a period of 90 days amounting to ₹ NIL (Prev Year ₹ 275.46 Lakhs).

\*\*\* The Company has certain dues to the suppliers of Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). The disclosure pursuant to the said MSMED Act, 2006 are as follows:

Particulars	31.03.2023	31.03.2022
<b>Principal amount due to the suppliers registered under the MSMED Act, 2006 and remaining amount unpaid at the end of the reporting period</b>	<b>11.95</b>	<b>74.96</b>
Interest due to the suppliers registered under the MSMED Act, 2006 and remaining unpaid at the end of the period	-	-
Principal amount paid to the suppliers registered under the MSMED Act, 2006 beyond the stipulated day during the period	-	-
Interest paid, under Section 16 of MSMED Act, 2006 to the suppliers registered under the Act, beyond the "Appointed Day" during the period	-	-
Interest due or payable towards the suppliers registered under the MSMED Act, 2006 for the payments already made	-	-
Further interest remaining due and payable for the earlier period	-	-

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the Auditors.

# Refer "Note No. 36B" for the information of credit risk and market risk for Trade Payables.

**23 Other Financial Liabilities**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Investor Education and Protection Fund*</b>		
Unclaimed / Unpaid Dividend	1.44	0.52
<b>Total...(₹)(A)</b>	<b>1.44</b>	<b>0.52</b>
<b>Others</b>		
Capital Creditors	359.85	181.44
Interest Accrued but not yet due	2.89	1.22
Liabilities for Expenses	160.16	169.26
Liabilities towards Services	303.39	497.34
Payable towards Employees	123.46	123.50
<b>Total...(₹)(B)</b>	<b>949.75</b>	<b>972.76</b>
<b>Total...(₹)(A + B)</b>	<b>951.19</b>	<b>973.29</b>

\* As at March 31, 2023 and March 31, 2022, there were no amount due and outstanding to be transferred to “Investor Education and Protection Fund” by the Company under section 125 of the Companies Act, 2013. Unclaimed Dividend, if any, shall be transferred to Investor Education and Protection Fund as and when they become due.

**24 Other Current Liabilities**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Others</b>		
Advance received from Customer's	178.05	202.77
Payable towards Direct Tax	28.30	21.09
Payable towards Indirect Tax	27.50	27.36
<b>Total...(₹)</b>	<b>233.84</b>	<b>251.22</b>

**25 Short - Term Provisions**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Provision for Employee Benefits *</b>		
Gratuity (Unfunded)	94.11	86.94
Leave Encashment (Unfunded)	16.46	14.34
<b>Total...(₹)</b>	<b>110.57</b>	<b>101.28</b>

\* Refer “Note No. 42” for further reference.

**26 Current Tax Liabilities (Net)**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Provision for Income Tax (Net)</b>		
Provision for Income Tax	-	650.77
<u>Less: Advance Income Tax</u>	-	575.00
<u>Less: Tax Deducted at Source Receivable</u>	-	27.58
<u>Less: Tax Collected at Source Receivable</u>	-	15.82
<b>Total...(₹)</b>	<b>-</b>	<b>32.37</b>

**27 Revenue from Operations**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Revenue from Operations</b>		
Sale of Products*		
Domestic Market	52,028.45	43,957.87
Export Market	1,482.95	516.78
Trading Sales	29.83	42.90
<b>Total Sale of Products...(₹)(A)</b>	<b>53,541.23</b>	<b>44,517.55</b>

Sale of Services*		
Job Work Receipts	252.32	297.36
<b>Total Sale of Services...(₹)(B)</b>	<b>252.32</b>	<b>297.36</b>
Other Operating Revenue		
Duty Draw Back Entitlements	17.04	5.68
RoDETP	18.44	5.41
<b>Total Other Operating Revenue...(₹)(C)</b>	<b>35.48</b>	<b>11.09</b>
<b>Total...(₹)(A + B + C)</b>	<b>53,829.03</b>	<b>44,826.01</b>

Particulars	2022 - 2023	2021 - 2022
Timing of Revenue Recognition		
Goods transferred at a point in time	53,541.23	44,517.55
<b>Services transferred over the time</b>	<b>252.32</b>	<b>297.36</b>
Total revenue from contract with customers	53,793.55	44,814.91
Add: Export Incentives	35.48	11.09
<b>Total Revenue from Operations...(₹)</b>	<b>53,829.03</b>	<b>44,826.01</b>

Particulars	2022 - 2023	2021 - 2022
Disaggregation of revenue based on products and services		
Aluminium Powder and Paste	38,243.79	34,659.34
<b>Aluminium Foils</b>	<b>11,275.16</b>	<b>8,041.71</b>
Aluminium Conductors	4,043.29	1,868.23
Others	231.31	245.63
<b>Total Revenue from Operations...(₹)</b>	<b>53,793.55</b>	<b>44,814.91</b>

Particulars	2022 - 2023	2021 - 2022
Disaggregation by locations of customers		
In India	52,310.60	44,298.13
<b>Outside India</b>	<b>1,482.95</b>	<b>516.78</b>
Total revenue from contract with customers	53,793.55	44,814.91
Add: Export Incentives	35.48	11.09
<b>Total Revenue from Operations...(₹)</b>	<b>53,829.03</b>	<b>44,826.01</b>

Particulars	2022 - 2023	2021 - 2022
<b><u>Reconciliation of Revenue recognized in the Statement of Profit and Loss with Contracted Price</u></b>		
Revenue as per Contracted Price	54,059.40	45,035.38
Less: Rebates, discounts and other deductions	265.85	220.47
<b>Total revenue from contract with customers</b>	<b>53,793.55</b>	<b>44,814.91</b>
Add: Export Incentives	35.48	11.09
<b>Total Revenue from Operations...(₹)</b>	<b>53,829.03</b>	<b>44,826.01</b>

#### Performance Obligations

**Sales of Product:** Performance obligation in respect of sales of goods is satisfied when the controls of the goods is transferred to the customer, generally on delivery of the goods and payment is generally due as per the terms of contract with customers.

**Sales of Services:** Performance obligation in respect of sales of service is satisfied over a period of time and the acceptance of the customers. In respect of these services, payment is generally due upon the completion of services and acceptance from the customers.

The Company does not have any remaining performance obligation as contracts entered for sales of goods and sales of service are for a shorter duration.

\* The Company collects the Goods and Service Tax (GST) on behalf of the Government, hence the GST is not included in

Revenue from Operations.

**28 Other Income**

(₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>Interest Income</b>		
On Other Financial Assets carried at Amortized Costs	4.62	7.52
On Other Assets	9.27	18.88
<b>Total Interest Income...(₹)(A)</b>	<b>13.89</b>	<b>26.40</b>
Other Non - Operating Revenues		
Dividend Income*	0.01	-
Misc. Income	0.57	0.32
Rental Income	15.00	13.00
Subsidy or Grant (Deferred)	7.32	6.15
Surplus on disposal of Property, Plants and Equipments	6.52	-
Sundry Balances Written Off (Net)	15.63	1.00
<b>Total Non - Operating Income...(₹)(B)</b>	<b>45.05</b>	<b>20.47</b>
<b>Total...(₹)(A + B)</b>	<b>58.94</b>	<b>46.86</b>

\* Related to the investments held at the end of the reporting period.

**29 Cost of Materials Consumed**

(₹ in Lakhs)

Particulars	2022-2023	2021-2022
<b>Consumption of Raw Materials</b>		
Stock at the beginning of the Reporting Period	2,537.89	742.61
Add: Purchases made during the period	42,393.88	35,715.34
Add: Direct Expenses made during the period	273.83	263.69
Less: Stock at the end of the Reporting Period	1,861.67	2,537.89
<b>Consumption of Raw Materials...(₹)(A)</b>	<b>43,343.94</b>	<b>34,183.75</b>
<b>Consumption of Packing Materials</b>		
Stock at the beginning of the Reporting Period	152.18	106.05
Add: Purchases made during the period	1,133.37	950.41
Add: Direct Expenses made during the period	8.69	6.26
Less: Stock at the end of the Reporting Period	170.03	152.18
<b>Consumption of Packing Materials...(₹)(B)</b>	<b>1,124.22</b>	<b>910.55</b>
<b>Total Consumption of Materials...(₹)(A + B)</b>	<b>44,468.16</b>	<b>35,094.30</b>

**30 Changes in Inventories of Finished Goods, Work-in-Progress and Trading Stock**

(₹ in Lakhs)

Particulars	2022-2023	2021-2022
<b>Stock at the beginning of the Reporting Period</b>		
Finished Goods	1,641.23	1,404.78
Work-in-Progress	2,966.52	2,372.64
Trading Stock	4.85	2.03
	<b>4,612.60</b>	<b>3,779.45</b>
<b>Stock at the end of the Reporting Period</b>		
Finished Goods	2,512.49	1,641.23
Work-in-Progress	3,713.33	2,966.52
Trading Stock	3.64	4.85
	<b>6,229.45</b>	<b>4,612.60</b>
<b>(Increase) / Decrease in Inventories...(₹)</b>	<b>(1,616.84)</b>	<b>(833.15)</b>

**31 Employee Benefit Expenses \***

(₹ in Lakhs)

Particulars	2022-2023	2021-2022
<b>Employee Benefits Expense</b>		
Salary, Wages, Incentives and Managerial Remuneration	3,208.58	2,817.31
Contributions to:		
Provident Fund	120.18	112.84
Other Funds	4.50	2.72
Bonus	65.34	56.40
Staff Welfare Expenses	78.48	36.21
<b>Total...(₹)</b>	<b>3,477.08</b>	<b>3,025.48</b>

\* Refer "Note No. 42" for further references.

**32 Finance Costs**

(₹ in Lakhs)

Particulars	2022 - 2023	2021 - 2022
<b>Interest on Financial Liabilities carried at Amortized Cost</b>		
On Bank Borrowings	404.10	303.17
On Bill Discounting	-	2.98
Interest to Others	7.24	3.30
Other Interest Expenses	35.10	53.76
<b>Total...(₹)</b>	<b>446.44</b>	<b>363.22</b>

**33 Depreciation and Amortization Expenses**

(₹ in Lakhs)

Particulars	2022 - 2023	2021 - 2022
<b>Depreciation and Amortization Expenses</b>		
Depreciation Expenses	658.02	605.52
Amortization Expenses	27.17	26.78
<b>Total...(₹)</b>	<b>685.19</b>	<b>632.30</b>

**34 Other Expenses**

(₹ in Lakhs)

Particulars	2022- 2023	2021 - 2022
<b>Others</b>		
Consumption of Stores, Spares and Consumables	540.83	472.41
Consumption of Power and Fuel	2,261.83	1,805.64
Administrative and Other Expenses	71.62	104.58
Conveyance and Travelling Expenses	114.69	84.09
Corporate Social Responsibility Expenses	59.07	54.78
Director Sitting Fees	5.90	2.13
Exchange Rate Difference (Net)	49.90	24.27
Insurance Charges	43.39	43.13
Legal Fees	173.67	183.83
Licence Fees	2.07	0.50
Loss on Disposal of Property, Plants and Equipments	-	1.03
Payments to the Auditor (Refer Note No. 34.1)	1.80	1.55
Provision for Unsecured Doubtful Debts and Advance	48.05	61.13
Rent, Rates and Taxes	65.17	48.58

<b>Repair and Maintenance Expenses</b>		
For Plant and Machineries	52.02	45.12
For Building	40.62	50.46
For Others	18.10	10.53
Security Charges	77.93	65.87
Selling and Distribution Expenses	310.30	235.46
Telephone and Mobile Expenses	16.60	15.15
<b>Total...(₹)</b>	<b>3,953.54</b>	<b>3,310.25</b>

#### 34.1 Payments to the Auditor (₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
<b>As Auditor's:</b>		
Audit Fees	1.50	1.25
Tax Audit Fees	0.30	0.30
<b>Total...(₹)</b>	<b>1.80</b>	<b>1.55</b>

#### 35 Category Wise Classification of Financial Instruments (₹ in Lakhs)

Particulars	Note	31.03.2023	31.03.2022
<b><u>Financial Assets</u></b>			
Non-Current			
Financial assets measured at fair value through profit and loss (FVTPL)			
Investment in Quoted Mutual Funds		-	-
Investment in Unquoted Mutual Funds		-	-
<b>Total...(C)(A)</b>		<b>-</b>	<b>-</b>
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Quoted Equity Shares	5	0.38	-
Investment in Quoted Debentures or Bonds		-	-
<b>Total...(₹)(B)</b>		<b>0.38</b>	<b>-</b>
Financial assets measured at amortized costs			
Investment in Unquoted Equity Instruments	5	800.09	800.09
Security Deposits	6	159.29	156.42
Term Deposits with more than twelve months of Original Maturity	6	12.71	16.15
Other Receivables	6	595.57	660.38
<b>Total...(₹)(C)</b>		<b>1,567.67</b>	<b>1,633.03</b>
<b>Total...(₹)(A + B + C)</b>		<b>1,568.05</b>	<b>1,633.03</b>

(₹ in Lakhs)

Particulars	Note	31.03.2023	31.03.2022
<b><u>Financial Assets</u></b>			
Current			
Financial assets measured at fair value through profit and loss (FVTPL)			
Investment in Quoted Mutual Funds		-	-
Investment in Unquoted Mutual Funds		-	-
<b>Total...(₹)(A)</b>		<b>-</b>	<b>-</b>



Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Quoted Equity Shares		-	-
Investment in Quoted Debentures or Bonds		-	-
<b>Total...(₹)(B)</b>		-	-
Financial assets measured at amortized costs			
Trade Receivables	10	4,457.01	5,179.44
Cash and Cash Equivalents	11A	203.03	22.38
Other Balances with Banks	11B	1.44	0.52
Interest Receivables	12	6.57	0.14
In Term Deposits (Held as Margin Money with Banks against Bank Guarantee and Commission)	12	40.16	104.06
<b>Total...(₹)(C)</b>		<b>4,708.20</b>	5,306.55
<b>Total...(₹)(A + B + C)</b>		<b>4,708.20</b>	5,306.55

(₹ in Lakhs)

Particulars	Note	31.03.2023	31.03.2022
<b><u>Financial Liabilities</u></b>			
Non-Current			
Financial liabilities measured at amortized costs			
Borrowings from Banks and Financial Institutions	16	635.83	654.00
Inter - Corporate and Related Parties Loans	16	30.00	30.00
Retention Money related to Capital Expenditure	17	23.86	42.72
<b>Total...(₹)</b>		<b>689.69</b>	726.72

(₹ in Lakhs)

Particulars	Note	31.03.2023	31.03.2022
<b><u>Financial Liabilities</u></b>			
Current			
Financial liabilities measured at amortized costs			
Working Capital Loans from Bank (Secured)	21	5,072.31	4,530.97
Current Maturities of Term Loans	21	18.17	-
Trade Payables	22	1,760.41	2,134.23
Unpaid Dividend	23	1.44	0.52
Capital Creditors	23	359.85	181.44
Interest Accrued but not yet due	23	2.89	1.22
Liabilities for Expenses	23	160.16	169.26
Liabilities towards Services	23	303.39	497.34
Payable towards Employees	23	123.46	123.50
<b>Total...(₹)</b>		<b>7,802.08</b>	7,638.49

**36A - Fair Value Measurements****i) Financial Instruments measured at Fair Value through Other Comprehensive Income**

(Amounts ₹ in Lakhs)

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2023	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment in Quoted Equity Instruments	₹ 00.38	₹ 00.38	--	--

(Amounts ₹ in Lakhs)

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2022	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment in Quoted Equity Instruments	--	--	--	--

The Company does not holds quoted or unquoted debentures or bonds, which are being measured at Fair Value through Other Comprehensive Income (FVTOCI), so the reporting under the “Ind AS - 109, Fair Value” is not applicable to the Company for all the reporting periods presented in the standalone financial statements.

**ii) Financial Instruments measured at Fair Value through Profit or Loss**

The Company neither holds any unquoted equity shares (other than investments in associates, which are being measured at amortized costs) nor holds foreign currency forward exchange contracts nor holds quoted mutual funds, which are being measured at Fair Value through Profit and Loss (FVTPL), so the reporting under the “Ind AS - 109, Fair Value” is not applicable to the Company for all the reporting periods presented in the standalone financial statements.

The Company has not any financial liabilities which are being measured at Fair Value through Profit or Loss (FVTPL), so the reporting under the “Ind AS - 109, Fair Value” is not applicable to the Company in respect of all the reporting periods presented in standalone financial statements.

**iii) Financial Instruments measured at Amortized Costs**

The carrying amount of financial assets and financial liabilities measured at amortized costs in the standalone financial statements are a reasonable approximation of the fair value since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

**36B - Financial Risk Management - Objectives and Policies**

The Company's financial liabilities mainly comprise the borrowings in foreign as well as Indian currency, retention money, trade and other payables. The main purpose of these financial liabilities is to finance the Company's business operations and to provide guarantees to support its operations. The Company's principal financial assets mainly comprise of investments, security deposits, cash and cash equivalents, other balances with banks, trade and other receivables that derive directly from its business operations.

The Company is exposed to the Market Risk, Credit Risk and Liquidity Risk from its financial instruments. The Board of Directors (“the Board”) oversees the management of these financial risks. The risk management policy of the Company formulated by the Company's management and approved by the Board of Director's, which states the Company's approached to address uncertainties in its endeavor to achieve its stated and implicit objectives. It prescribes the roles and responsibilities and the Company's managements, the structure for managing the risk and the framework for risk management. The framework seeks to identify, assess and mitigate the financial risks in order to minimize the potential adverse effect on the Company's financial performance. The Board has taken necessary actions to mitigate the risks identified basis the information and situation presents.

The following disclosures summarize the Company's exposure to the financial risks and the information regarding use of derivatives employed to manage the exposures to such risks. Quantitative sensitivity analysis has been provided to reflect the impact of reasonably possible changes in market rate on financial results, cash flows and financial positions of the Company.

**1) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in the market prices. Market risk comprises three types of Risk: “Interest rate risk, Currency risk and

Other price risk". Financial instruments affected by the market risk includes loans and borrowings in foreign as well as domestic currency, deposits, retention money, trade and other payables and trade receivables

**a) Interest Rate Risk**

Interest rate risk is the risk that fair value or future cash outflows of a financial instruments will fluctuate because of changes in the market interest rates. An upward movement in the interest rate would adversely affect the borrowing costs of the Company. The Company is exposed to long-term and short-term borrowings. The Company manages interest rate risk by monitoring, its mix of fixed and floating rate instruments and taking actions as necessary to maintain an appropriate balance. The Company has not used any interest rate derivatives.

**i) Interest Rate Risk Exposure**

Particulars	31.03.2023	31.03.2022
Variable Rate Borrowing	5,072.31	4,530.97
Fixed Rate Borrowing	684.00	684.00

**ii) Sensitivity Analysis**

Profit and Loss estimates to higher / lower interest rate expense from borrowings as a result of changes in interest rate.

Particulars	31.03.2023	31.03.2022
Interest Rate - Increase by 70 Basis Points	(40.29)	(36.50)
Interest Rate - Decrease by 70 Basis Points	40.29	36.50

**b) Foreign Currency Risk**

Foreign currency risk is the risk that the fair value or future cash outflows of an exposure will fluctuate due to changes in foreign exchange rates. The Company operates globally, and the portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales in overseas and purchases from overseas suppliers in foreign currency. The foreign currency exchange rate exposure is partly balance by purchasing of the goods in the respective currencies.

The Carrying amount of Holding Company's Foreign Currency denominated monetary items are as follows:

Currency	Liabilities		Assets	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
USD (\$)	11.32	14.35	01.44	00.74
EURO	--	--	--	00.78

The above table represents the total exposure of the Company towards its foreign exchange denominated monetary items. The Company has not hedged its foreign currency exposure during the reporting period and previous reporting period. The details of unhedged exposures are given as part of "Note No. 49B".

The Company is mainly exposed to changes in USD (\$) and EURO (€). The below table demonstrate the sensitivity to a 5% increase or decrease in USD (\$) against INR and EURO (€) against INR, considering with all other variable remains constant. The sensitivity analysis are prepared on the net unhedged exposure of the Company as at the reporting period and previous reporting period. 5% represents the management's assessment of reasonably change in foreign exchange rate.

Change in USD (\$) Rate	Effect on Profit after Tax (PAT)		Effect on Total Equity	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
-5%	40.63	51.56	40.63	51.56
+5%	(40.63)	(51.56)	(40.63)	(51.56)

Change in USD (\$) Rate	Effect on Profit after Tax (PAT)		Effect on Total Equity	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
-5%	-	(3.27)	-	(3.27)
+5%	-	3.27	-	1.75

**c) Other Price Risk-**

Other price risk is the risk that the fair value of a financial instruments will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in quoted equity instruments. The Company is exposed to price risk arising mainly from investments in quoted equity instruments recognized at FVTOCI. As at March 31, 2023, the carrying value of such quoted equity instruments recognized at amounts FVTOCI amounts to ` 00.38 Lakhs (March 31, 2022 ` NIL). The details of such investments in equity instruments are given in "Note No. 5".

The Company is mainly exposed to changes in market traded rate of its investments in quoted equity instruments recognized in other comprehensive income. A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

If the equity prices had been higher / lower by 10% from the market price existing as at March 31, 2023, Other comprehensive income (OCI) for the period ended would increase by ` 00.03 Lakhs (Prev Year ` NIL) and decrease by ` 00.03 Lakhs (Prev Year ` NIL) respectively with a corresponding increase / decrease in total equity of the Company as at March 31, 2023. 10% represents the management's assessment of reasonably possible changes in equity prices.

**2) Credit Risk**

Credit Risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial losses to the Company. Credit risk arises primarily from financial assets such as trade receivables, other balances with banks and other financial assets with the Company.

The Company has adopted a policy of only dealing with counterparties that have sufficiently high credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

Credit risk arising from term deposits and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognized financial institutions with high credit rating assigned by the international credit rating agencies.

The average credit period on sale of products ranges from 60 to 90 days. Credit risk arising from trade receivable is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on detailed study of creditworthiness and accordingly individual credit limits are defined / modified. The concentration on credit risk is limited due to the fact that the customer base is large. There is no customer representing more than 10% of total balance of its trade receivables. For trade receivables, as a practical expedient, the Company computes credit loss allowance based on provision matrix. The provision matrix is prepared on historically observed default rate over the expected life of trade receivable and is adjusted for forward-looking estimate. The provision matrix at the end of reporting period as follows:

Net Outstanding > 365 Days	Percentage of Collection to Gross Outstanding in Current Year	Credit Loss Allowances
Yes	< 25%	Yes, to the extent of lifetime expected credit losses outstanding as at reporting date.
Yes	> 25%	Yes, to the extent of lifetime expected credit losses pertaining to balances outstanding for more than one year.

(Amount ₹ in Lakhs)

Movement in Expected Credit Loss Allowance on Trade Receivables	31.03.2023	31.03.2022
Balance at the beginning of the reporting period	356.40	295.27
Loss Allowance measured at lifetime expected credit losses	48.05	61.13
Less: Bad Debts written off during the reporting period	258.95	--
Balance at the end of reporting period	145.50	356.40

**3) Liquidity Risk**

Liquidity risk is the risk that the Company will encounter difficulty in raising the funds to meet the commitments associated with financial instruments that are settled by delivering cash or another financial assets. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Company has an established liquidity risk managements framework for managing its short-term, medium-term and long-term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in the cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitment in a timely and cost-effective manner.

The Company believes that its liquidity positions {As at March 31, 2023 ₹ 255.90 Lakhs (Prev Year ₹ 142.59 Lakhs)}, anticipated future internally generated funds from operations, and its fully available revolving undrawn credit facilities will enable it to meet its future known obligations in the ordinary course of business. However, if liquidity needs were to arise, the Company believes it has access to financing arrangements, value of unencumbered assets, which should enable it to meet its ongoing capital, and other liquidity requirements.

The liquidity position of the Company mentioned above, includes:

- i) Cash and Cash Equivalents as disclosed in the Cash Flows Statements
- ii) Current / Non-current term deposits as disclosed in the financial assets

The Company's liquidity position monitored by the management, includes:

- i) Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met;
- ii) Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows;
- iii) Maintaining diversified credit lines.

The table below analysis financial liabilities of the Company into the relevant maturity grouping based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

(Amount in ₹ Lakhs)					
Particulars	Less than 1 Year	Between 1 to 5 Year	More than 5 Year	Total	Carrying Value
<b>As at March 31, 2023</b>					
<b>Borrowings</b>	<b>5,090.48</b>	<b>665.83</b>	--	<b>5,756.31</b>	<b>5,756.31</b>
<b>Other Financial Liabilities</b>	<b>951.19</b>	<b>23.86</b>	--	<b>975.05</b>	<b>975.05</b>
<b>Trade Payables</b>	<b>1,760.41</b>	--	--	<b>1,760.41</b>	<b>1,760.41</b>
<b>As at March 31, 2022</b>					
<b>Borrowings</b>	<b>4,530.97</b>	<b>684.00</b>	--	<b>5,214.97</b>	<b>5,214.97</b>
<b>Other Financial Liabilities</b>	<b>973.29</b>	<b>42.72</b>	--	<b>1,016.01</b>	<b>1,016.01</b>
<b>Trade Payables</b>	<b>2,134.23</b>	--	--	<b>2,134.23</b>	<b>2,134.23</b>

### 36C - Capital Management

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- a) Maintain the financial strength to ensure BBB+ stable ratings domestically and investment grade ratings internationally.
- b) Ensure financial flexibility and diversify the source of financing and their maturities to minimize liquidity risk while meeting its investment requirements.
- c) Ensure sufficient liquidity is available (either through cash and cash equivalents, investments or committed credit facilities) to meet the need of business.
- d) Minimize the finance costs while taking into considerations current and future industry, market and economic risks and conditions.
- e) Safeguard its ability to continue as going as a going concern.
- f) Leverage optimally in order to maximize shareholders 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.

The Board of Directors of the Company has primary responsibilities to maintain a strong capital base and reduce the cost of capital through a prudent management of deployed fund and leveraging in domestic and international financial market so as to maintain investors, creditors and market confidence and to sustain future development of the business.

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholders value.

As at March 31, 2023, the Company has only one class of equity shares and has low debts. Consequent to such capital structure, there are no externally imposed capital requirements. In order to maintain or achieve an optimal capital structure, the Company allocates its capital for distribution as dividend or reinvestments into business based on its long-term financial plans.

The Company manages its capital on the basis of Net Debt to Equity Ratio which is Net Debt (Total Borrowings net of Cash and Cash Equivalents) divided by total equity.

(Amount ₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Total Liabilities	10,084.31	9,717.12
Less: Cash and Cash Equivalents	203.03	22.38
Net Debt (A)	9,881.28	9,694.74
Total Equity	23,289.11	21,711.17
Net Debts to Total Equity	0.42	0.45

The Company has complied with the covenants as per the terms and conditions of the major borrowing facilities throughout the reporting period and previous reporting period.

### 37 Contingent Liabilities

(₹ in Lakhs)

S. No.	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2023
1	Projects-in-Progress	1,392.02	70.51	-	-	1,462.53
2	Projects temporarily suspended	-	-	-	-	-

S. No.	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2022
1	Projects-in-Progress	380.34	-	-	-	380.34
2	Projects temporarily suspended	-	-	-	-	-

There are no Capital Work-in-Progress where completion is overdue against original planned timelines or where estimated cost exceeded its original planned costs as at March 31, 2023 and March 31, 2022.

### 38 Trade Receivables ageing Schedule

S. No.	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2023
a)	Trade Receivable - Unsecured Undisputed, Considered Good	4,365.02	71.58	20.40	-	-	-	4,457.01
b)	<b>Undisputed, Considered Doubtful</b>	-	<b>12.47</b>	<b>24.96</b>	-	-	-	<b>37.42</b>
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	-	-
		4,365.02	84.05	45.36	-	-	-	4,494.43
e)	<b>Less: Allowance for Doubtful Debts</b>	-	<b>12.47</b>	<b>24.96</b>	-	-	-	<b>37.42</b>
	<b>Total...(₹)</b>							<b>4,457.01</b>



S. No.	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2022
<b>Trade Receivable - Unsecured</b>								
a)	Undisputed, Considered Good	5,159.23	17.03	0.66	2.52	-	-	5,179.44
b)	Undisputed, Considered Doubtful	-	36.82	-	-	-	-	36.82
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	269.39	269.39
		5,159.23	53.85	0.66	2.52	-	269.39	5,485.64
e)	Less: Allowance for Doubtful Debts	-	36.82	-	-	-	269.39	306.21
	<b>Total...(₹)</b>							5,179.44

The Company does not have any unbilled dues as at March 31, 2023 and March 31, 2022.

### 39 Corporate Social Responsibilities

S. No.	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2023
<b>Trade Payable (Including Acceptance)</b>							
a)	MSME	11.95	-	-	-	-	11.95
b)	Other than MSME	1,173.10	571.22	4.14	-	-	1,748.46
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	<b>Total...(₹)</b>	1,185.05	571.22	4.14	-	-	1,760.41

S. No.	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2022
<b>Trade Payable (Including Acceptance)</b>							
a)	MSME	74.96	-	-	-	-	74.96
b)	Other than MSME	1,262.78	793.12	3.37	-	-	2,059.27
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	<b>Total...(₹)</b>	1,337.75	793.12	3.37	-	-	2,134.23

The Company does not have any unbilled dues as at March 31, 2023 and March 31, 2022.

### 40 Key Financial Ratio

S. No.	Ratio	Numerator	Denominator	As At 31.03.2023	As At 31.03.2022	% Variation
1	Current Ratio	Current Assets	Current Liabilities	1.70	1.71	-0.64%
2	Debt to Equity Ratio	Total Debts (Borrowings)	Total Equity	0.25	0.24	2.90%
3	Debt Service Coverage Ratio(a)	Earning available for debt service (EBITDA)	Finance Costs + Repayments of Borrowings	7.72	11.67	-33.90%
4	Return on Equity(b)	Profit after tax (PAT)	Average Total Equity	8.22%	11.83%	-30.50%

5	Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	5.82	6.02	-3.26%
6	Trade Receivable Turnover Ratio	Revenue from Sale of Products and Services	Average Trade Receivables	11.17	9.87	13.18%
7	Trade Payable Turnover Ratio	Net Purchase of Raw Materials, Packing Material and Stock-in-Trade	Average Trade Payables	22.64	20.85	8.59%
8	Net Capital Turnover Ratio	Revenue from Operations	Working Capital (Current Assets - Current Liabilities)	9.46	7.88	20.14%
9	Net Profit Ratio(c)	Profit after tax (PAT)	Revenue from Operations	3.44%	5.44%	-36.82%
10	Return on Capital Employed(d)	Profit before Interest (excluding interest on lease liabilities), exceptional items and tax	Average Capital Employed {Total Assets - Total Current Liabilities (Excepts Borrowings)}	9.96%	14.08%	-29.27%
11	Return on Investments	Income during the period	Time Weighted Average of Investments			
a)	Return on Term Deposits(e)			8.74%	6.25%	39.73%
b)	Return on Investments			1.41%	-	N. A.

**Note:**

- (a) Decline in the EBITDA margin and simultaneously increment in the rate of interest on borrowings as compared to the previous reporting period has led to decline in DSCR.
- (b) Lower efficiency in making the profit as compared to the previous reporting period has led to decline in Return of Equity (ROE).
- (c) Decline in the net profit as compared to the previous reporting period has led to decline in the Net Profit Ratio.
- (d) Lower the return on investment and profit has led to decline in the Return on Capital Employed.
- (e) Increase in rate of interest on term deposits as compared to the previous reporting period had led to improve **the Return on Term Deposits**.

**41 Segment Reporting**

The segment reporting of the Company has been prepared in accordance with Ind AS - 108, "Operating Segments" {specified under the section 133 of the Companies Act, 2013 read together with Companies (Indian Accounting Standard) Rule, 2015, as amended, time to time}. For the Company's management purpose, the Company is organized into the business unit based on its products and services and has four reportable segment. Operating Segments disclosure are consistent with the information provided to and reviewed by the Chief Operating Decision Maker (CODM) are as follows:

The Board of Directors of the Company monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessments. Segment performance is evaluated based on profit or loss and is measured consistently with profit and loss in the standalone financial statements. Operating Segment have been identified on the basis of the nature of products / services and have been identified as per the qualitative criteria specified in the Ind AS.

Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relates to enterprises as a whole and are not allocable to a segments on reasonable basis have been disclosed as "unallocable".

Segment assets and liabilities represents assets and liabilities in respective segments. Investments, tax related assets, borrowings and other assets and liabilities that can not be allocated to a segment on reasonable basis have been disclosed as "unallocable".

Reportable Segments	Product / Services
a) Aluminium Powders and Pastes	Aluminium Powder, Aluminium Pastes and Atomized Powders
b) Aluminium Foils	Aluminium Foils
c) Aluminium Conductors	Aluminium Conductors
d) Others	Manganese Oxide / Dioxide, Washers, Circlips and Coals

The measurement principles of segments are consistent with those used in Significant Accounting Policies.

There is no transfer of products between the operating segments. No operating segments have been aggregated to form the above reportable operating segments.

**Information about Business Segments are as under:**

(Amount ₹ in Lakhs)

S. No.	Particulars	Current Year					Previous Year				
		2022 - 2023					2021 - 2022				
		Aluminium Powder and Paste	Aluminium Conductor	Aluminium Foil	Others	Total	Aluminium Powder and Paste	Aluminium Conductor	Aluminium Foil	Others	Total
A.	<b>Revenue</b>										
a)	Gross Sales	38,278.08	11,276.34	4,043.29	246.31	53,844.03	34,669.83	8,042.32	1,868.23	258.63	44,839.01
b)	Other Unallocated	-	-	-	-	43.93	-	-	-	-	33.86
c)	<b>Total Revenue</b>	38,278.08	11,276.34	4,043.29	246.31	53,887.96	34,669.83	8,042.32	1,868.23	258.63	44,872.87
B.	<b>Results</b>										
a)	Segment Results	3,917.74	(310.89)	55.90	133.06	3,795.80	4,145.62	118.48	11.87	136.10	4,412.07
C.	<b>Segment Results</b>	3,917.74	(310.89)	55.90	133.06	3,795.80	4,145.62	118.48	11.87	136.10	4,412.07
D.	Unallocated Expenses Netted off with Unallocated Income*	-	-	-	-	895.89	-	-	-	-	804.02
E.	<b>Operating Profits</b>					2,899.91					3,608.05
F.	Finance Costs and Foreign Exchange Fluctuations (Net)	-	-	-	-	446.44	-	-	-	-	363.22
G.	<b>Profit Before Tax (PBT)</b>					2,453.47					3,244.83
H.	Add: Extra Ordinary Items	-	-	-	-	-	-	-	-	-	-
I.	<b>Less: Tax Expenses</b>										
	Current tax	-	-	-	-	340.74	-	-	-	-	644.95
	Deferred tax	-	-	-	-	262.61	-	-	-	-	161.19
J.	<b>Profit After Tax (PAT)</b>					1,850.12					2,438.69

**Other Informations**

1	Segment Assets	15,259.93	9,383.19	2,617.03	85.40	27,345.55	15,666.76	7,285.70	2,022.42	104.08	25,078.95
	Unallocated Corporate Assets	-	-	-	-	6,027.87	-	-	-	-	6,349.33
	<b>Total Assets</b>					<b>33,373.42</b>					<b>31,428.28</b>
2	Segment Liabilities	2,542.85	324.70	273.87	5.28	3,146.70	2,362.01	568.57	46.78	17.64	2,995.01
	Unallocated Corporate Liabilities	-	-	-	-	6,937.61	-	-	-	-	6,722.11
	<b>Total Liabilities</b>					<b>10,084.31</b>					<b>9,717.12</b>
3	Capital Expenditures	857.41	1,907.68	2.23	0.69	2,768.01	818.62	746.80	15.42	8.05	1,588.89
	Unallocated Corporate Capital Expenditure	-	-	-	-	262.86	-	-	-	-	49.52
	<b>Total Capital Expenditures</b>					<b>3,030.86</b>					<b>1,638.41</b>

\* Unallocated items include general corporate income, expenses, assets and liabilities which are not allocated to any other business segments.

**42 Employee Benefits**

**1 Post Employment Benefits**

**i) Defined Benefit Gratuity Plan (Unfunded)**

The Company has defined benefits gratuity plan for its employees, which requires contribution to be made to a separately administered fund. It is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five year of services are only entitled to the specific benefits. The level of benefits provided depend on the member's length of service and salary at retirement age.

**ii) Defined Benefit Pension Plan (Unfunded)**

The Company operates a defined benefits pension plan for certain specified employees and is payable upon the employee satisfying certain terms and conditions attached to them, as approved by the Board of Directors of the Company.

**iii) Defined Benefit Post Retirement Medical Benefit Plans (Unfunded)**

The Company operates a defined benefits post-retirement medical benefits plan for certain specified employees and is payable upon the employee satisfying the certain terms and conditions attached to them, as approved by the Board of Directors of the Company.

The most recent actuarial valuation of the plan assets and the present value of defined benefit obligation were carried out as at March 31, 2023 by Mr. Ashok Kumar Garg, Fellow of Institute of Actuaries of India. The present value of defined benefits obligation and the related current service cost were measured by using the "Projected Unit Credit Method".

The following tables summarise the components of defined benefits expense recognized in the Statement of Profit and Loss / Other Comprehensive Income and amount recognized in the Balance Sheets for the respective plans:

**i) Statement showing the Present Value of the Obligations**

	31.03.2023	31.03.2022
Present Value Obligation		
Present value of obligation at the beginning of the period	300.45	281.11
Interest cost	21.03	19.68
Current service cost	20.25	20.21
Past service cost	-	-
Benefit paid (if any)	(24.62)	(34.49)
Actuarial gain / (loss)	(24.29)	13.94
<b>Present Value of Obligation at the end of the period...(₹)</b>	<b>292.82</b>	<b>300.45</b>

**ii) Bifurcation of Total Actuarial Gain / (Loss) on Liabilities**

	31.03.2023	31.03.2022
Bifurcation		
Changes in demographics assumptions (Mortality)	-	-
Changes in financial assumptions	(11.44)	-
Experience adjustments (gain) / loss for plan liabilities	(12.85)	13.94
<b>Total amount recognized in Other Comprehensive Income</b>	<b>(24.29)</b>	<b>13.94</b>

**iii) Key Results**

	31.03.2023	31.03.2022
<b>Results</b>		
<b>Present value of the obligation at the end of the period</b>	<b>292.82</b>	<b>300.45</b>
Fair value of plan assets at the end of the period	-	-
Net liabilities / (assets) to be recognized in the Balance Sheet	292.82	300.45
<b>Fund Status - Surplus / (Deficit)...(₹)</b>	<b>(292.82)</b>	<b>(300.45)</b>

**iv) Expenses recognized in the Statement of Profit and Loss**

	31.03.2023	31.03.2022
<b>Breakup of Expenses</b>		
Interest Costs	21.03	19.68
Current Service Costs	20.25	20.21
Past Service Costs	-	-
Expected return on plan assets	-	-
<b>Expenses to be recognized in Statement of Profit and Loss</b>	<b>41.28</b>	<b>39.89</b>

## v) Experience Adjustments

	31.03.2023	31.03.2022
<b><u>Experience Adjustments</u></b>		
Experience adjustments (gain) / loss - plan liabilities	12.85	(13.94)
Experience adjustments (gain) / loss - plan assets	-	-

## vi) Other Comprehensive (Income) / Expenses {Remeasurements}

	31.03.2023	31.03.2022
<b><u>Other Comprehensive Income</u></b>		
<b>Opening cumulative unrecognized actuarial (gain) / loss</b>	<b>(12.75)</b>	<b>(26.69)</b>
Actuarial (gain) / loss - obligations	(24.29)	13.94
Actuarial (gain) / loss - plan assets	-	-
<b>Total actuarial (gain) or loss</b>	<b>(24.29)</b>	<b>13.94</b>
<b>Closing cumulative unrecognized actuarial (gain) / loss</b>	<b>(37.04)</b>	<b>(12.75)</b>

## vii) Net Interest Costs

	31.03.2023	31.03.2022
<b><u>Interest Costs</u></b>		
Interest cost on defined benefits plans	21.03	19.68
Interest income on plan assets	-	-
<b>Net Interest Cost...(₹)</b>	<b>21.03</b>	<b>19.68</b>

## viii) Summary of Membership Data at the date of valuation and statistics based thereon

	31.03.2023	31.03.2022
<b><u>Summary</u></b>		
Number of employees	442	450
Total monthly salary (₹ in Lakhs)	44.35	44.20
Average past service (years)	14.3	13.7
Average future service (years)	14.7	15.4
Average age (years)	43.3	42.6
Weighted average duration (based on discounted cash flows) in years	6	6
Average monthly salary (₹ in Lakhs)	0.10	0.10
Expected Future Services taking into accounts document (years)	11	11

## ix) Assumptions

	31.03.2023	31.03.2022
<b><u>Assumptions</u></b>		
Discount rate (per annum)	7.25%	7.00%
Salary growth rate (per annum)	5.00%	5.75%
Mortality	IALM 2012 - 14 Ultimate	IALM 2012 - 14 Ultimate
Withdrawal rate (per annum)	5.00%	5.00%

The estimate of rate of escalation in Salary considered in Actuarial Valuation, taken into the account inflation, seniority, promotions and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuary.

## x) Benefits Valued

	31.03.2023	31.03.2022
<b>Valuations</b>		
Normal retirement age (years)	58	58
Salary	Last Drawn Qualifying Salary	Last Drawn Qualifying Salary
Vesting period	5 Years of Service	5 Years of Service
Benefits on normal retirements	15/26 * Salary * Past Service (Years)	15/26 * Salary * Past Service (Years)
Benefit on early exit due to death and disability	As metioned above except no vesting condtions apply	As metioned above except no vesting condtions apply
Limit	20.00	20.00

## xi) Bifurcation of Liabilities

	31.03.2023	31.03.2022
<b>Break-up of Liabilities</b>		
Current Liabilities (Short - Term)	94.11	86.94
Non - Current Liabilities (Long - Term)	198.71	213.51
<b>Total Liabilities...(₹)</b>	<b>292.82</b>	<b>300.45</b>

## xii) Expected Contribution during next Annual Reporting Period

	31.03.2023	31.03.2022
The Company's best estimate of contribution during the next year	25.46	24.52

## xiii) Maturity Profile of Defined Benefit Obligation - Benefit Obligations

	31.03.2023	31.03.2022
<b>Maturity Profiles</b>		
01.04.2022 to 31.03.2023	94.11	86.94
01.04.2023 to 31.03.2024	17.20	29.29
01.04.2024 to 31.03.2025	35.37	15.72
01.04.2025 to 31.03.2026	21.54	29.38
01.04.2026 to 31.03.2027	21.28	18.36
01.04.2027 to Onwards	103.32	120.76

## xiv) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefits obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that, the sensitivity analysis presented below may not be representative of the actual change in the defined benefits obligation as it is unlikely that, the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

	31.03.2023
<b>Sensitivity</b>	
Defined Benefit Obligation (Base)	292.82 @ Salary Increase Rate: 5.00% and Discount Rate: 7.25%
Liability with x% Incesae in Discount Rate	281.22; X = 1.00% {Change (4%)}
Liability with x% Decrease in Discount Rate	305.62; X = 1.00% {Change 4%}
Liability with x% Increase in Salary Growth Rate	305.78; X = 1.00% {Change 4%}
Liability with x% Decrease in Salary Growth Rate	280.87; X = 1.00% {Change (4%)}
Liability with x% Increase in Withdrawal Rate	293.75; X = 1.00% {Change 0%}
Liability with x% Decrease in Withdrawal Rate	291.76; X = 1.00% {Change 0%}



## xv) Reconciliation of Liabilities at Balance Sheet

	31.03.2023	31.03.2022
<b><u>Reconciliations</u></b>		
Opening Gross Defined Benefit Liability / (Assets)	300.45	281.11
Expense recognized in Statement of Profit and Loss	41.28	39.89
Other Comprehensive Income - Actuarial (Gain) / Loss - Total Current Period	(24.29)	13.94
Benefit Paid (If any)	(24.62)	(34.49)
<b>Closing Gross Defined Benefit Liability / (Assets)</b>	<b>292.82</b>	<b>300.45</b>

## 2 Defined Contribution Plans

## i) Provident Fund

The provident fund assets and liabilities are managed by the Company in line with the Employees' Provident Fund and Miscellaneous Provision Act, 1952.

The plan guarantees minimum interest at the rate notified by the Provident Fund Authorities. The contribution by the employer and employee together with interest accumulated thereon are payable to employees at the time of separation from the Company or retirement, whichever is earlier. The benefit vests immediately on rendering of the service by the employee. In term of Guidance Note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the Actuary has provided a valuation of provident fund liabilities and based on assumptions provided. There is no Shortfall in the contribution as at March 31, 2023.

The details of contribution made by the Company to the respective funds are given as below:

	31.03.2023	31.03.2022
<b><u>Contributions</u></b>		
Employee's Share of Contribution	130.04	123.24
Employer's Share of Contribution	120.18	112.84
<b>Total Contribution during the Reporting Period...(₹)</b>	<b>250.22</b>	<b>236.08</b>

## 3 Other Long - Term Employee Benefits

## i) Annual Leave and Sick Leave Assumptions

The liability towards compensated absences (annual leave and sick leave) for the year ended on March 31, 2023 based on Actuarial Valuation carried out by using the Project Unit Credit Method is ` 17.33 Lakhs (Prev Year ` 19.19 Lakhs).

**Note No. 43 Information on Related Party Transaction as required by Indian Accounting Standards - 24 - "RELATED PARTY DISCLOSURE" for the year ended March 31, 2023.**

Related parties as defined under clause 9 of the Ind AS 24 have been identified on the basis of representations made by the Company's management and information available with the Company. The Company's material related party transactions and outstanding balances with whom the Company had entered into the transactions in the ordinary course of Business are as follows:

1. Associated Entities

- a) Star Circlips and Engineering Limited (Holds 26.06% of Total Equity)
- b) Toyal MMP India Private Limited (Holds 26.00% of Total Equity)

2. Related Party where Significant Influences Exists

- a) Mayank Fasteners Private Limited
- b) Rohini Horticulture Private Limited

3. Key Managerial Person Name and their Designation

S. No.	Name of the Persons	Designation
a)	Shri Arun Bhandari	Managing Director
b)	Shri Lalit Bhandari	Whole Time Director
c)	Shri Mayank Bhandari	Non - Executive Director

d)	Shri Narasimham Murthy Tenneti	Whole Time Director
e)	Shri Ajay Sadashiv Gokhale	Independent Director
f)	Shri Sunil Khanna	Independent Director
g)	Shri Sanjay Sancheti	Independent Director
h)	Shri Vijay Singh Bapna	Independent Director
i)	Smt. Sudha Sukesh Gandhi	Woman Independent Director
j)	Shri Karan Verma	Independent Director
k)	Shri Sharad Khandelwal	Chief Financial Officer
l)	Shri Rakesh Kanzode	Company Secretary

#### 4. Relatives of Key Managerial Person

S. No.	Name of the Persons	Relationship with the Assessee
a)	Smt. Saroj Bhandari	Wife of Managing Director
b)	Smt. Sakshi Bhandari	Wife of Non - Executive Director
d)	Ms. Rohini Bhandari	Daughter of Managing Director
e)	Master Vivaan Bhandari	Son of Non - Executive Director

#### Terms and Conditions with the transactions with Related Parties as under:

- a) The Company has been entering into transactions with related parties for its business purpose. The process followed for entering into transactions with these related parties are same as followed for unrelated party. Vendor's are selected competitively having regard to strict adherence to quality, timely servicing and cost advantage. Further related party vendors provide additional advantage in term of:
  - i) Supplying products primarily to the Company;
  - ii) Advanced and innovative technology;
  - iii) Customization of products to suit the Company's specific performance;
  - iv) Enhancement of the Company's purchase cycle and assurance of just in time supply with resultant benefits - notably on working capital.
- b) The purchases from and sales to related parties are made on terms equivalents to and those applicable to all unrelated parties on arm's length transactions.
- c) Outstanding balances of the related parties at the end of the Reporting Period are unsecured, interest free and will be settled in the cash on demand basis.

#### Transaction with Related Parties is as under: (Amount in ₹ Lakhs)

S. No.	Particulars	Associate Entities	Related Party where Significant Influences Exists	Key Managerial Person	Relative of Key Managerial Person
<b>1.</b>	<b>Purchases of Goods</b>				
	Star Circlips and Engineering Limited	₹ 01.57(P.Y. ₹ 06.16)	--	--	--
	Toyal MMP India Private Limited	₹ 22.98(P.Y. ₹ 00.32)	--	--	--
<b>2.</b>	<b>Payment of Office Rent</b>				
	Mayank Fasteners Private Limited	--	₹ 00.90 (P.Y. ₹ 00.90)	--	--
<b>3.</b>	<b>Remuneration</b>				
	Shri Arun Bhandari	--	--	₹ 134.40 (P.Y. ₹ 134.40)	--
	Shri Lalit Bhandari	--	--	₹ 30.61(P.Y. ₹ 29.27)	--
	Shri Narasimham Murthy Tenneti	--	--	₹ 20.77 (P.Y. ₹ 20.98)	--
	Shri Sharad Khandelwal	--	--	₹ 27.21(P.Y. ₹ 25.93)	--
	Shri Milind Rao	--	--	₹ NIL (P.Y. ₹ 07.85)	--
	Shri Rakesh Kanzode	--	--	₹ 06.08 (P.Y. ₹ 00.55)	--

<b>4. Salary and Perquisites</b>				
Smt. Saroj Bhandari	--	--	--	₹ 60.71 (P.Y. ₹ 63.46)
Smt. Sakshi Bhandari	--	--	--	₹ 22.75 (P.Y. ₹ 24.50)
<b>5. Legal and Professional Charges</b>				
Ms. Rohini Bhandari	--	--	--	₹ 30.00 (P.Y. ₹ 30.00)
<b>6. Director Sitting Fees</b>				
Shri Karan Verma	--	--	₹ 00.80 (P.Y. ₹ 00.46)	--
Smt. Sudha Suresh Gandhi	--	--	₹ 00.45 (P.Y. ₹ 00.15)	--
Shri Sanjay Sancheti	--	--	₹ 00.95 (P.Y. ₹ NIL)	--
Shri Ajay Sadashiv Gokhale	--	--	₹ NIL (P.Y. ₹ 00.46)	--
Shri Vijay Singh Bapna	--	--	₹ 01.75 (P.Y. ₹ 00.48)	--
Shri Sunil Khanna	--	--	₹ 01.75 (P.Y. ₹ 00.48)	--
Shri Mayank Bhandari	--	--	₹ 00.20 (P.Y. ₹ 00.10)	--
<b>7. Sales of Goods</b>				
Toyal MMP India Private Limited	₹ 2,399.77 (P.Y. ₹ 2,352.17)	--	--	--
<b>8. Receipts of Job Work Charges</b>				
Star Circlips and Engineering Limited	₹ 223.89 (P.Y. ₹ 227.06)	--	--	--
<b>9. Reimbursement of Expenses Paid</b>				
Toyal MMP India Private Limited	₹ NIL (P.Y. ₹ 26.68)	--	--	--
Star Circlips and Engineering Limited	₹ 11.13 (P.Y. ₹ 11.58)	--	--	--
<b>10. Dividend</b>				
Shri Arun Bhandari	--	--	₹ 69.59 (P.Y. ₹ 69.59)	--
Shri Mayank Bhandari	--	--	₹ 05.57 (P.Y. ₹ 05.57)	--
Smt. Saroj Bhandari	--	--	--	₹ 32.56 (P.Y. ₹ 32.56)
Smt. Sakshi Bhandari	--	--	--	₹ 03.91 (P.Y. ₹ 03.91)
Ms. Rohini Bhandari	--	--	--	₹ 02.24 (P.Y. ₹ 02.24)
Master Vivaan Bhandari	--	--	--	₹ 14.59 (P.Y. ₹ 14.59)
Star Circlips and Engineering Limited	₹ 11.58 (P.Y. ₹ 11.58)	--	--	--
Mayank Fasteners Private Limited	--	₹ 47.84 (P.Y. ₹ 47.84)	--	--
Rohini Horticulture Private Limited	--	₹ 01.24 (P.Y. ₹ 01.24)	--	--

**Balances payable / receivable to the related parties as on March 31, 2023 (Amount in ₹ Lakhs)**

S. No.	Particulars	Associate Entities	Related Party where Significant Influences Exists	Key Managerial Person	Relative of Key Managerial Person
<b>1. Rent Payable</b>					
	Mayank Fasteners Private Limited	--	₹ NIL (P.Y. ₹ 00.70)	--	--
<b>2. Director Remuneration and Salary</b>					
	Shri Arun Bhandari	--	--	₹ 05.46 (P.Y. ₹ 05.43)	--
	Shri Lalit Bhandari	--	--	₹ 00.88 (P.Y. ₹ 01.65)	--
	Shri Narasimham Murthy Tenneti			₹ 01.19 (P.Y. ₹ 01.22)	
	Shri Sharad Khandelwal	--	--	₹ 01.38 (P.Y. ₹ 00.89)	--
	Shri Milind Rao	--	--	₹ NIL (P.Y. ₹ 00.21)	--
	Shri Rakesh Kanzode	--	--	₹ 00.25 (P.Y. ₹ 00.51)	--
	Smt. Saroj Bhandari	--	--	--	₹ 02.17 (P.Y. ₹ 02.67)
	Smt. Sakshi Bhandari	--	--	--	₹ 01.25 (P.Y. ₹ 01.25)
<b>3. Trade Receivables</b>					
	Toyal MMP India Private Limited	₹ 19.32 (Dr.) {P.Y. ₹ 00.32 (Dr.)}	--	--	--
	Star Circlips and Engineering Limited	₹ NIL {P.Y. ₹ 30.74 (Dr.)}	--	--	--

**44 Additional Regulatory Information as required by the Schedule - III of the Companies Act, 2013"**

- i) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken as at the balance sheet date. The Company has not defaulted in the repayment of principal and interest thereon on all the loans obtained from banks and financial institutions during the reporting period and previous reporting period.
- ii) The title deed in respect of self-constructed building and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in the favor of the Company), disclosed in the standalone financial statements and included under the head of property, plants and equipments are held in the name of the Company as at the Balance Sheet date. In respect of the immovable properties taken on lease by the Company, the lease agreements are duly executed in the favor of the Company as at the Balance Sheet date.
- iii) There are no loans and advances in the nature of loans are granted to promoters, directors, key managerial parties and the other related parties including the subsidiaries, associates and joint ventures (as defined under the Companies Act, 2013), either severally and jointly with any other person that are:
  - a) repayable on demand or;
  - b) without specifying any terms or period of repayments.
- iv) The Company does not have benami property held in its name. No proceeding have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the relevant Rules made thereunder.
- v) The Company has been sanctioned working capital limit from bank and financial institutions on the basis of security of current assets. The monthly / quarterly returns and the statements filed by the Company with such banks and financial institutions are in agreements with the books of accounts of the Company.
- vi) The Company has not been declared as willful defaulter by the banks and the financial institutions or other lender or government or any government authorities.
- vii) The Company has not been entered any transactions with the companies struck off as per the section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 2013, hence the details related to the same has not been furnished.
- viii) The Company does not have any charges or satisfaction of charges which is yet to be registered with the Registrar of Company beyond the statutory period.
- ix) The Company has complied with the requirements with respect to the number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.
- x) Utilization of borrowed funds and share premium
  - 1) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (intermediaries) with the understanding that the intermediaries shall:
    - a) 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;
    - b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.
  - 2) The Company has not received any funds from persons or entities, including foreign entities (Funding Parties) with the understanding (whether recorded in writing or otherwise) that the Company shall:
    - a) 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;
    - b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.
- xi) There has been no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the reporting period and previous reporting period in the tax assessments under the Income Tax Act, 1961.
- xii) The Company has neither traded nor invested nor advanced in Crypto or Virtual Currency during the reporting period and previous reporting period.

## 45 Contingent Liabilities

	31.03.2023	31.03.2022
	₹	₹
<b><u>Contingent Liabilities</u></b>		
a) Bank Guarantees given by the Company's Banker's towards the MSEDCL Security Deposits and Others	209.38	165.06
b) Bill discounted with the Company's Banker's under the Letter of Credit	20.73	253.74
c) Bill discounted by the Company's Banker's under the Letter of Credit	-	275.46
<b>Total...(₹)(A)</b>	<b>230.10</b>	<b>694.26</b>
<b>d) Central Excise Duty and Service Tax demand pending along with Additional Commissioner Nagpur - II*</b>	174.79	174.79
<b>Less: Duty paid Under Protests</b>	(33.22)	(33.22)
<b>Total...(₹)(B)</b>	<b>141.57</b>	<b>141.57</b>
<b>Total...(₹)(A + B)</b>	<b>371.68</b>	<b>835.83</b>

\* The above claims are pending before Hon'able Bombay High Court, Nagpur Bench. The Company's management including advisors expect that its position will likely be upheld on ultimate resolution and will not have a material adverse effect on the Company's standalone financial statements.

## 46 Capital and Other Commitments

	31.03.2023	31.03.2022
	₹	₹
<b><u>Capital Commitments</u></b>		
Estimated amount of contracts remaining to be executed by the Company on Capital and not provided for;		
towards Property, Plants and Equipments	474.53	1,549.46
towards Intangible Assets	-	-
<b>Total Capital Commitments...(₹)(A)</b>	<b>474.53</b>	<b>1,549.46</b>
<b><u>Other Commitments</u></b>		
Bill discounted and letter of credit issued by the Company's Bankers	20.73	253.74
For derivative contract related commitments	-	-
<b>Total Other Commitments...(₹)(B)</b>	<b>20.73</b>	<b>253.74</b>
<b>Total...(₹)(A + B)</b>	<b>495.25</b>	<b>1,803.20</b>

a) a) Estimated amount of contracts remaining to be executed on capital account, net of advances given and not provided for as at March 31, 2023 is ₹ 474.53 Lakhs (Prev Year ₹ 1,549.46 Lakhs).

b) Estimated amount of Commitments as at March 31, 2023 is ₹ 495.25 Lakhs (Prev Year ₹ 1,803.20 Lakhs).

## 47 Corporate Social Responsibility

As per the Section 135 of the Companies Act, 2013, a Company, meeting its applicability threshold, need to spend at least 2% of its Average Net Profit for the immediately preceding three financial year on Corporate Social Responsibility (CSR) Activities. The area of CSR Activity are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR Committee has been formed as per the requirement of the Companies Act, 2013. The funds has been administered by the said Committee, once it is allocated to the Corpus for the purpose of CSR activities, prescribed under Schedule VII of the Companies Act, 2013.

a) Corporate Social Responsibility required to be spent as per Section 135 of the Companies Act, 2013 read with the Schedule VII thereof, the Company during the reporting period ended at March 31, 2023 is ₹ 52.29 Lakhs (Prev Year ₹ 49.53 Lakhs).

b) Expenditure related to Corporate Social Responsibility is ₹ 59.05 Lakhs out of those ₹ 06.73 Lakhs commitments made previous financial period spent during the current financial period (Prev Year March 31, 2022 ₹ 54.78 Lakhs).

	31.03.2023	31.03.2022
	₹	₹
<b><u>Corporate Social Responsibility</u></b>		
Rural Transformations	-	-
Healths	5.01	12.84
Educations	51.80	35.00
Sports for Developments	0.10	0.25
Environments	2.14	6.69
<b>Total...(₹)</b>	<b>59.05</b>	<b>54.78</b>

- c) The Company has made the commitment for spending ₹ NIL (Prev Year ₹ 06.73 Lakhs) towards Corporate Social Responsibility to make the aggregate spending equivalents to at least two percent (2%) of the average net profit of the Company made during the three immediately preceeding financial year.

#### 48 Dividend

	31.03.2023	31.03.2022
	₹	₹
<b><u>Dividend</u></b>		
Final Dividend paid on Equity Shares	254.03	254.03
<b>Total...(₹)</b>	<b>254.03</b>	<b>254.03</b>

The Board of Director's of the Holding Company has not declared any interim dividend during the current reporting period and previous reporting period.

#### Proposed Dividend

The Board of Director's at their meeting held on May 27, 2023 have recommended a payment of final dividend of ₹ 1.00 per Equity Share of the Face Value of ₹ 10 per Equity Share i.e. 10% of the Face Value of Equity Share for the financial period ended at March 31, 2023. The Company has proposed ₹ 254.03 Lakhs as a final dividend subject to the approval of shareholders at their ensuing Annual General Meeting (AGM) of the Company, hence it is not recognized as a "Liabilities" in the Ind AS standalone financial statements.

#### 49 Details of Hedged and Unhedged Exposures in Foreign Currency Denominated Monetary Items

##### A) Exposure in Foreign Currency - Hedged

The Company does not enters into any forward exchange contracts to hedge its foreign currency exposures relating to the underlying transactions and firm commitments. The Company also does not enter into any kind of derivative instruments for trading and speculation purposes during the current reporting period and previous reporting period.

##### B) Exposure in Foreign Currency - Unhedged

The foreign currency exposures not hedged as at March 31, 2023 are as under:

##### i) Payable during the Reporting Period

	Payable (In Foreign Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	11.32	14.35
EURO (€)	-	-
Other Foreign Currency	-	-

	Payable (In Indian Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	930.59	1,087.39
EURO (€)	-	-
Other Foreign Currency	-	-



## ii) Receivable during the Reporting Period

	Receivable (In Foreign Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	1.44	0.74
EURO (€)	-	0.78
Other Foreign Currency	-	-

	Receivable (In Indian Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	118.03	56.18
EURO (€)	-	65.46
Other Foreign Currency	-	-

## 50 Earnings Per Share (Amount ₹ in Lakhs, except earnings per share data)

	2022 - 2023	2021 - 2022
	₹	₹
<b><u>Earnings Per Share</u></b>		
Net Profit / (Loss) after tax as per the Standalone Statement of Profit or Loss attributable to the holder of Equity Shares	1,850.12	2,438.69
Nominal Value of Equity Shares (₹)	10.00	10.00
Weighted average number of Equity Shares used as denominator for calculating the earnings per share	254.03	254.03
<b>Basic and Diluted Earnings Per Share...(₹)</b>	<b>7.28</b>	<b>9.60</b>

51 The Standalone Financial Statements are approved for issue by the Audit Committee at its meeting held on May 27, 2023 and by the Board of Directors on their meeting held on May 27, 2023.

52 Previous years audited figures has been regrouped / recasted / rearranged wherever necessary to make them comparable for the purpose of preparation and presentation of Standalone Financial Statements.

## SIGNATURE TO THE NOTE "1" TO NOTE "52"

## SIGNIFICANT ACCOUNTING POLICIES

1

## THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

## AS PER OUR REPORT OF EVEN DATE ATTACHED FOR AND ON BEHALF OF THE BOARD

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 0138430W

ARUN BHANDARI

Managing Director

DIN No.: 00008901

LALIT BHANDARI

Director

DIN No.: 00010934

ARPIT AGRAWAL

Partner

Membership No. 175398

SHARAD KHANDELWAL

Chief Financial Officer

RAKESH KANZODE

Company Secretary

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHD1475

Place: Nagpur

Dated: May 27, 2023

Place: Nagpur

Dated: May 27, 2023

**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF,  
MMP INDUSTRIES LIMITED**

**Report on the Consolidated Financial Statements****Opinion**

We have audited the accompanying consolidated financial statements of **MMP INDUSTRIES LIMITED** (hereinafter referred to as the "Holding Company") and its associate companies (the Holding Company and its associate companies together referred to as "the Group"), which comprises the Consolidated Balance Sheet as at **March 31, 2023**, the Consolidated Statement of Profit and Loss (including the Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter 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 the reports of other auditors on separate financial statements of the associates referred to in the Other Matters paragraph below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("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 ("Ind AS"), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at **March 31, 2023**, and its consolidated profits including total comprehensive income (loss), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

**Basis of 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 and its associates 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, we have obtained and obtained by other auditors in terms of their reports 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 Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

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 Auditor's 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 performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the Holding Company's Management, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

<b>The Key Audit Matters</b>	<b>How was the matter addressed in our Audit</b>
<b>Revenue Recognition</b>	
Revenue is one of the key profit drivers and is therefore susceptible to misstatements. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut -off can results in material misstatement of results for the years.	Our audit procedures with regards to revenue recognition included testing controls, automated and manual, around dispatches / deliveries, inventory reconciliations and circularization of receivable balances, substantive testing for cut-off and analytical review procedures.
<b>Capital Work-in-Progress / Property, Plants and Equipments</b>	

<p>The Holding Company had embarked a project on the enhancement in Property, Plants and Equipments in “UMRED” and “BHANDARA”. The Value of such Property, Plants and Equipments capitalized during the period is ` 884.69 Lakhs and ` 846.13 Lakhs. The project needs to be capitalized and depreciated once the assets are ready to use as intended by the Holding Company’s Management. Inappropriate timing of capitalization of the project and / or inappropriate classification of categories of item of Property, Plants and Equipments could results in material misstatement of Capital Work-in-Progress / Property, Plants and Equipments with a consequent impact on charge of depreciation and results for the period.</p>	<p>Our audit procedures included testing the design, implementation and operating effectiveness of controls in respect of review of Capital Work-in-Progress, particularly in respect of timing of the capitalization and recording of additions to items of various categories of Property, Plants and Equipments with source documentation, substantive testing of appropriateness of the cut-off date considered for project capitalization. We tested the source documentation to determine whether the expenditure is of capital nature and has been appropriately approved and segregated into appropriate categories. We reviewed operating expenses to determine appropriateness of accounting. Further, through sites visit, we physically verified existence of Capital Work-in-Progress / Property, Plants and Equipments.</p>
<b>Existence and Valuation of Inventories</b>	
<p>The Holding Company’s Inventories at the end of the period was ` 8,615.65 Lakhs representing the 24.07% of the Company’s total assets. (Refer “<i>Note No. 9</i>” of the consolidated financial statements)</p> <p>The existence of inventories is a key audit matters due to involvement of high risk, basis the nature and size of the products wherein value per unit is relatively insignificant but high volumes are involved which are distributed across different plants of the Holding Company.</p>	<p>In response to this key matters, our audit included, among others, the following principle audit procedures:</p> <ul style="list-style-type: none"> <li>* Understood the Holding Company’s management’s control over physical inventory counts and valuation.</li> <li>* Evaluation of the design and testing the operating effectiveness of the internal controls relating to physical inventory counts at the plants. In testing this controls, we observed the inventory cycle count process on a sample basis, inspected the results of the inventory cycle count and confirmed that the variances were approved and appropriately accounted for.</li> <li>* Evaluation of the design and testing the operating effectiveness of the internal controls relating to purchases, sales and inventories including the automated controls.</li> <li>* We have performed the physically verification of inventories on sample basis for establishing the existence of inventory as at the end of the period.</li> <li>* For a representative sample, verification that the finished goods inventories were correctly measured, using a recalculation of the measurement of those inventories based on the cost of acquiring them from suppliers and considering the costs of directly attributable to such goods.</li> <li>* Assessed the key estimates used by the Holding Company’s Management to determine the net realizable value and the consistency thereof with the Holding Company’s policy on provision for non-moving inventory and performed a sensitivity analysis on the estimated selling price and compared with the cost per item.</li> </ul>
<b>Carrying Value of Trade Receivables</b>	
<p>As at March 31, 2023, the Holding Company’s, trade receivables constitutes approximately 12.45% of total assets of the Holding Company (Refer “<i>Note No. 10</i>” of the consolidated financial statements). The Holding Company is required to regularly assess the recoverability of its trade receivables. The Holding Company applied expected credit loss (ECL) model for measurement and recognition of impairment loss on trade receivables. The Holding Company uses a provision matrix to determine impairment loss allowances. The provision matrix is based on its historically observed default rates over the expected life of trade receivables and is adjusted for forward looking estimates. This is a key audit matters as significant judgement is involved to establish the provision matrix.</p>	<p>Our audit procedures included, among other the followings:</p> <ul style="list-style-type: none"> <li>* Evaluated the Holding Company’s accounting policies pertaining to impairment of financial assets and assessed compliance with those policies in term of Ind AS - 109, “Financial Instruments”.</li> <li>* Assessed and tested the design and operating effectiveness of the Holding Company’s internal financial controls over provision for expected credit loss.</li> <li>* Evaluated Holding Company’s Management’s assumption and judgement relating to various parameters which included the historical default rates and business environment in which the entity operates for estimating the amount of such provision.</li> <li>* Evaluated Holding Company’s Management’s assessment of recoverability of the outstanding receivables and recoverability of the overdue / aged receivables through inquiry with the Holding Company’s management, and analysis of the collection trends in respect of receivables.</li> <li>* Assessed and read the disclosures made by the Holding Company in consolidated financial statements.</li> </ul>

**Information Other than the Financial Statements and Auditor's Report thereon**

The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis, Board's Report including Annexure to the Board's Report, Report on Corporate Governance, Business Responsibility Report and Shareholder's information, 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, compare with the separate financial statements of the associate companies audited by other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the associates is obtained from their separate financial statements audited by other auditors. If, based on the work we have performed, 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.

**Management's Responsibility for the Consolidated Financial Statements**

The Holding Company's Board of Directors are 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, the consolidated financial performance including the other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principle generally accepted in India, including the Indian Accounting Standards (Ind AS) as specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of their respective companies 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 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 companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group 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 its associates are also responsible for overseeing the financial reporting process of the Group and its associates.

**Auditor's Responsibilities for the Audit of 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 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 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 controls.
- Obtain an understanding of internal financial controls 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 Holding Company has adequate internal financial controls system with reference to 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 Holding Company's Management and Board of Directors.
- Conclude on the appropriateness of Holding Company's 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 Group'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 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 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditor and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditor. 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 auditor, 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 of the current period 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**

We have not audited the standalone financial statements and other information of the associate companies, whose standalone financial statements have been audited by their auditors. The consolidated financial statements include the Group's share of net profit / (loss) of ₹ 281.94 Lakhs and other comprehensive income (losses) ₹ (191.50) Lakhs for the year ended March 31, 2023, as considered in the consolidated financial statements, in respect of two associates, whose standalone financial statements have not been audited by us. These standalone financial statements and other information have been audited by their auditors, whose report has been furnished to us by the Holding Company's 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 associates and our report in terms of sub-section (3) of the section 143 of the Act, in so far as it relates to the aforesaid, associates is based solely on the report of the other auditors.

Our opinion on the consolidated financial statements, and our report on the 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 report of the other auditors and standalone financial statements and other information certified by the Holding Company's management.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on



their separate financial statements of the associates company incorporated in India, referred to in the Other Matters paragraph above, we report, to the extent applicable, that:

- a. We have sought and obtained all the information and explanations which is 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 the preparation of the consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of the preparation of the consolidated financial statements;
- d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e. On the basis of the written representation received from the directors of the Holding Company as on March 31, 2023 taken on the record by the Board of Directors of the Holding Company and based on the reports of the statutory auditor of the associate companies, none of directors of the Group is disqualified as on March 31, 2023 from being appointed as a director in term of Section 164(2) of the Act.
- f. With respect to adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate report in **Annexure "A"**, which is based on the auditor reports of the Holding Company, associate companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group's internal financial controls with reference to consolidated financial statements.
- 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 explanations given to us, the remunerations paid / provided by the Holding Company to its directors during the reporting period is in accordance with the provision of Section 197 of the Act. The remuneration paid to any directors is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs ("MCA") has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

- h. With respect to the other matters to be included in the Independent 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 Holding Company has disclosed the impact of pending litigations on its consolidated financial position in its consolidated financial statements - Refer "Note No. 44" of the consolidated financial statements.
  - (ii) In our opinion and according to explanations given to us, the Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - (iii) There has been no delay in transferring amounts, required to be transferred, to Investor Education and Protection Fund by the Holding Company.
  - (iv)
    - a) The Holding Company's management and its associates company which are incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such associates respectively that, to the best of its knowledge and belief, as disclosed in the notes to the accounts of the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed fund or share premium or any other sources or kind of funds) by the Holding Company and any of such associate company included in the Group, to or in any other person or entities, including the foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries 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 and any of such associates company included in the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
    - b) The Holding Company's management and its associates company which are incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such associates respectively that, to the best of its knowledge and belief, as disclosed in the notes to the accounts of the consolidated financial statements, no funds have been received by the Holding Company and any of such associates company included in



the Group, from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company and any of such associates company included in the Group 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;

c) Based on such 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 company included in the Group, which are incorporated in India, whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or other auditor's to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) As stated in "Note No. 47" to the consolidated financial statements;

a) The final dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with the Section 123 of the Act, as applicable.

b) During the reporting period and until the date of this report, the Holding Company has not declared and paid any interim dividend in accordance with the Section 123 of the Act, as applicable.

c) The Board of Directors of the Holding Company have proposed the final dividend for the year, which is subject to the approval of the shareholders at their ensuing Annual General Meeting (AGM). The amount of dividend proposed is in accordance with the section 123 of the Act, as applicable.

(vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of accounts using accounting software which has a features of recording audit trail (edit log) facility is applicable w.e.f. April 01, 2023 to the Holding Company and its associate companies including in the Group, which are incorporated in India, and accordingly, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended on March 31, 2023.

2. With respect to the matters specified in clause (xxi) of the paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of the respective companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Holding Company's management, we report that, there are no disqualification or adverse remarks by the respective auditors in the CARO reports of the said companies included in the consolidated financial statements.

For **MANISH N JAIN & CO.**

*Chartered Accountants*

FRN No. 0138430W

Place: Nagpur

Dated: **May 27, 2023**

UDIN No.: **23175398BGWEHK6661**

**ARPIT AGRAWAL**

Partner

Membership No. 175398

**ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT**

*(Referred to in paragraph 1(f) under “Report on the Other Regulatory Requirements” section of our report of even date)*

**Report on the Internal Financial Controls with reference to Consolidated Financial Statements over the Financial Reporting under Clause (i) of sub - section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

**Opinion**

In conjunction with our audit of the consolidated financial statements of the Holding Company as of for the year ended **March 31, 2023**, we have audited the Internal Financial Controls over the Financial Reporting of “**MMP INDUSTRIES LIMITED**” (the “Holding Company”) and its associate companies, incorporated in India (hereinafter the Holding Company and its associates company together referred to as “the Group”), as of that date.

In our opinion, to the best of our information and according to the explanation given to us and based on the consideration of the other auditors referred to in Other Matters paragraph below, the Holding Company and its associate companies, which are incorporated in India, have, in all material respects, an 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 **March 31, 2023**, based on the internal control over financial reporting criteria established by the Holding Company’s and its associates included in the Group, 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 (“the ICAI”).

**Management’s Responsibility for Internal Financial Controls**

The Holding Company’s Management and the respective Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 issued by the Institute of Chartered Accountants of India (“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 the 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 Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Holding Company’s internal financial controls with reference to these consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting with reference to the consolidated financial statements (the “Guidance Note”) and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 these consolidated financial 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 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 auditors’ judgment, 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 audit evidence obtained by the other auditors of the associate company included in the Group, which are incorporated in India, in term of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide the basis for our audit opinion on the Group’s internal financial controls system with reference to these consolidated financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting**

A Holding Company’s internal financial controls 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 consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A Holding Company’s internal

financial controls 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 Holding Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Holding Company are being made only in accordance with authorizations of Holding Company's management and directors of the Holding Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Holding Company's assets that could have a material effect on the consolidated financial statements.

**Inherent Limitations of Internal Financial Controls over the Financial Reporting**

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 controls 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.

**Other Matters**

Our aforesaid report, under section 143(3)(i) of the Act, on the adequacy and operating effectiveness of internal financial controls with reference to the consolidated financial statements of the Company, in so far as it relates to two of the associate companies, which are incorporated in India, on their separate financial statements is based solely on corresponding reports of the auditors of the such companies incorporated in India. Our opinion is not modified in respect of the above matters.

For **MANISH N JAIN & CO.**

*Chartered Accountants*

FRN No. 0138430W

Place: Nagpur

Dated: **May 27, 2023**

UDIN No.: **23175398BGWEHK6661**

**ARPIT AGRAWAL**

Partner

Membership No. 175398

**Consolidated Balance Sheet as at March 31, 2023**

(₹ in Lakhs)

S. No.	Particulars	Note	As At 31.03.2023	As At 31.03.2022
<b>A</b>	<b><u>ASSETS</u></b>			
<b>1</b>	<b><u>Non - Current Assets</u></b>			
	Property, Plants and Equipments	2	15,946.25	14,649.07
	Other Intangible Assets	3	41.24	68.41
	Capital Work-in-Progress	4	1,462.53	380.34
	<b><u>Financial Assets</u></b>			
	Investments	5	3,225.03	2,885.11
	Other Financial Assets	6	767.58	832.95
	Other Non - Current Assets	7	380.98	982.23
	Current Tax Assets (Net)	8	138.47	-
	<b>Total Non - Current Assets</b>		<b>21,962.08</b>	<b>19,798.10</b>
<b>2</b>	<b><u>Current Assets</u></b>			
	Inventories	9	8,615.65	7,689.25
	<b><u>Financial Assets</u></b>			
	Trade Receivables	10	4,457.01	5,179.44
	Cash and Cash Equivalents	11A	203.03	22.38
	Other Balances with Banks	11B	1.44	0.52
	Other Financial Assets	12	46.73	104.21
	Other Current Assets	13	512.05	719.41
	<b>Total Current Assets</b>		<b>13,835.90</b>	<b>13,715.20</b>
	<b>Total Assets</b>		<b>35,797.98</b>	<b>33,513.30</b>
<b>B</b>	<b><u>EQUITY AND LIABILITIES</u></b>			
<b>a)</b>	<b><u>EQUITY</u></b>			
	Equity Share Capital	14	2,540.26	2,540.26
	Other Equity	15	23,173.41	21,255.93
			<b>25,713.67</b>	<b>23,796.19</b>
<b>b)</b>	<b><u>LIABILITIES</u></b>			
<b>1</b>	<b><u>Non - Current Liabilities</u></b>			
	<b><u>Financial Liabilities</u></b>			
	Borrowings	16	665.83	684.00
	Long - Term Financial Liabilities	17	23.86	42.72
	Long - Term Provisions	18	246.42	256.31
	Deferred Tax Liabilities (Net)	19	855.23	598.73
	Other Non - Current Liabilities	20	146.49	112.01
	<b>Total Non - Current Liabilities</b>		<b>1,937.83</b>	<b>1,693.76</b>
<b>2</b>	<b><u>Current Liabilities</u></b>			
	<b><u>Financial Liabilities</u></b>			
	Borrowings	21	5,090.48	4,530.97
	Trade Payables			
	Total Outstanding dues to Micro Enterprises and Small Enterprises	22	11.95	74.96
	Total Outstanding dues of Creditors other than to Micro Enterprises and Small Enterprises	22	1,748.46	2,059.27
	Other Financial Liabilities	23	951.19	973.29
	Other Current Liabilities	24	233.84	251.22
	Short - Term Provisions	25	110.57	101.28
	Current Tax Liabilities (Net)	26	-	32.37
	<b>Total Current Liabilities</b>		<b>8,146.48</b>	<b>8,023.35</b>
	<b>Total Equity and Liabilities</b>		<b>35,797.98</b>	<b>33,513.30</b>

**SIGNIFICANT ACCOUNTING POLICIES****1****THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS****AS PER OUR REPORT OF EVEN DATE ATTACHED****FOR AND ON BEHALF OF THE BOARD****For MANISH N JAIN & CO.****Chartered Accountants****FRN No.: 138430W****ARPIT AGRAWAL****Partner****Membership No. 175398****Place: Nagpur****Dated: May 27, 2023****UDIN No.: 23175398BGWEHK6661****ARUN BHANDARI****Managing Director****DIN : 0008901****SHARAD KHANDELWAL****Chief Financial Officer****Place: Nagpur****Dated: May 27, 2023****LALIT BHANDARI****Director****DIN : 00010934****RAKESH KANZODE****Company Secretary****Place: Nagpur****Dated: May 27, 2023**

## Consolidated Statement of Profit and Loss for the Period ended on March 31, 2023

(₹ in Lakhs)

S. No.	Particulars	Note	2022 - 2023	2021- 2022
<b>I</b>	<b>INCOME</b>			
1	Revenue from Operations	27	53,829.03	44,826.01
2	Other Income	28	58.94	46.86
<b>II</b>	<b>Total Income (Total of 1 to 2)</b>		<b>53,887.97</b>	<b>44,872.87</b>
<b>III</b>	<b>EXPENSES</b>			
1	Cost of Materials Consumed	29	44,468.16	35,094.30
2	Purchase of Stock-in-Trade		20.94	35.64
3	Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	30	(1,616.84)	(833.15)
4	Employee Benefits Expense	31	3,477.08	3,025.48
5	Finance Costs	32	446.44	363.22
<b>6</b>	<b>Depreciation and Amortization Expenses</b>	33	<b>685.19</b>	<b>632.30</b>
<b>7</b>	<b>Other Expenses</b>	34	<b>3,953.54</b>	<b>3,310.25</b>
<b>IV</b>	<b>Total Expenses (Total of 1 to 7)</b>		<b>51,434.50</b>	<b>41,628.04</b>
<b>V</b>	<b>Profit Before Exceptional Item and Tax (II - IV)</b>		<b>2,453.47</b>	<b>3,244.83</b>
	<b>Exceptional Items</b>		<b>-</b>	<b>-</b>
<b>VI</b>	<b>Profit Before Tax and Before Share of Profit / (Loss) in Associates</b>		<b>2,453.47</b>	<b>3,244.83</b>
<b>VII</b>	<b>Share of Profit / (Loss) in Associates</b>		<b>281.94</b>	<b>459.91</b>
<b>VIII</b>	<b>Profit Before Tax (PBT) (VI + VII)</b>		<b>2,735.41</b>	<b>3,704.74</b>
<b>IX</b>	<b>Tax Expenses</b>			
<b>1</b>	<b>Current Tax</b>	19	<b>340.74</b>	<b>644.95</b>
<b>2</b>	<b>Deferred Tax</b>	19	<b>262.61</b>	<b>161.19</b>
<b>X</b>	<b>Total Tax Expenses (Total of 1 to 2)</b>		<b>603.35</b>	<b>806.14</b>
<b>XI</b>	<b>Profit After Tax (PAT) (VIII - X)</b>		<b>2,132.07</b>	<b>2,898.60</b>
<b>XII</b>	<b>Other Comprehensive Income / (Loss)</b>			
	<b>A) Items that will not be reclassified to Statement of Profit and Loss</b>			
	a) i) Remeasurement of the Defined Benefit Plans		(29.64)	(5.50)
	ii) Income Tax Expenses on the above		7.67	2.16
	b) i) Net Fair Value Gain on Investment in Equity Instruments through Other Comprehensive Income		(264.80)	363.94
	ii) Income Tax Expenses on the above		77.11	(105.98)
	<b>B) Items that will be reclassified subsequently Statement of Profit and Loss</b>			
	a) i) Net Fair Value Gain on Investments in Debt Instruments through Other Comprehensive Income		-	-
	ii) Income Tax Expenses on the above		-	-
<b>XI</b>	<b>Total Other Comprehensive Income</b>		<b>(209.66)</b>	<b>254.61</b>
<b>XII</b>	<b>Total Comprehensive Income for the year (IX + XI)</b>		<b>1,922.41</b>	<b>3,153.22</b>
<b>XIII</b>	<b>Earnings per Equity Share</b>			
	Basic (In ₹)	49	8.39	11.41
	Diluted (In ₹)		8.39	11.41

## SIGNIFICANT ACCOUNTING POLICIES 1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

## AS PER OUR REPORT OF EVEN DATE ATTACHED

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHK6661

## FOR AND ON BEHALF OF THE BOARD

ARUN BHANDARI

Managing Director

DIN : 0008901

SHARAD KHANDELWAL

Chief Financial Officer

Place: Nagpur

Dated: May 27, 2023

LALIT BHANDARI

Director

DIN : 00010934

RAKESH KANZODE

Company Secretary

Place: Nagpur

Dated: May 27, 2023

## Consolidated Statement of Cash Flows for the Year then ended March 31, 2023 (₹ in Lakhs)

S. No.	Particulars	31.03.2023 (₹)	31.03.2022 (₹)
<b>A)</b>	<b>Cash Flow from Operating Activities</b>		
	<b>Net Profit / (Loss) Before Tax for the year as per the Consolidated Statement of Profit and Loss</b>	<b>2,735.41</b>	<b>3,704.74</b>
	<u>Adjustments For:</u>		
	Depreciation and Amortization Expenses	685.19	632.30
	Interest Income	(13.89)	(26.40)
	Rental Income	(15.00)	(13.00)
	Dividend Income	(0.01)	-
	Finance Costs	446.44	363.22
	Share of Profit / (Loss) in Associates	(281.94)	(459.91)
	Subsidy or Grants for Property, Plants and Equipments (Net)	(7.32)	(6.15)
	Unrealised (Gain) / Loss on Foreign Exchange Fluctuations (Net)	73.00	27.88
	(Surplus) / Loss on Disposal of Property, Plants and Equipments	(6.52)	1.03
	Provision for Unsecured Doubtful Debts and Advances	48.05	61.13
	<b>Operating Profit before Working Capital Changes</b>	<b>3,663.41</b>	<b>4,284.85</b>
	<u>Adjustments For:</u>		
	(Increase) / Decrease in Trade Receivables	991.22	(1,287.38)
	(Increase) / Decrease in Other Financial Assets	64.95	21.77
	(Increase) / Decrease in Inventories	(926.41)	(2,730.17)
	(Increase) / Decrease in Other Current Assets	207.36	(392.64)
	Increase / (Decrease) in Short - Term Borrowings	486.51	1,583.43
	Increase / (Decrease) in Trade Payables	(373.83)	702.75
	Increase / (Decrease) in Financial Liabilities	(23.01)	195.89
	Increase / (Decrease) in Other Current Liabilities	(17.37)	133.29
	Increase / (Decrease) in Provisions	(283.84)	39.45
	<b>Cash Generated from Operating Activities</b>	<b>3,789.00</b>	<b>2,551.24</b>
	Income Tax Paid (Net of Refund)	(505.72)	(655.39)
	<b>Net Cash Generated / (Used) from Operating Activities</b>	<b>3,283.28</b>	<b>1,895.85</b>
<b>B)</b>	<b>Cash Flow from Investing Activities</b>		
	Investment in Property, Plants and Equipments (Net of Disposal)	(1,948.68)	(4,155.28)
	(Increase) / Decrease in Capital Work-in-Progress	(1,082.19)	2,516.87
	(Increase) / Decrease in Non - Current Investments	(0.35)	-
	Subsidy / Grant for Property, Plants and Equipments (Net)	41.80	21.19
	Capital Advances	595.38	(787.08)
	Liabilities towards Capital Expenditures	(18.86)	(50.11)
	(Purchase) / Redemption of Term Deposits	-	466.21
	Interest Income	13.89	26.40
	Rental Income	15.00	13.00
	Dividend Income	0.01	-
	<b>Net Cash Generated / (Used) from Investing Activities</b>	<b>(2,384.00)</b>	<b>(1,948.81)</b>



<b>C) Cash Flow from Financing Activities</b>		
Proceeds from Fresh Issue of Equity Shares	-	-
Proceeds / (Repayments) from Non - Current Borrowings	(18.17)	653.15
Finance Costs	(446.44)	(363.22)
Dividend Paid	(254.03)	(254.03)
<b>Net Cash Received / (Used) from Financing Activities</b>	<b>(718.63)</b>	<b>35.91</b>
<b>(D) Net Increase / (Decrease) in Cash and Cash Equivalants (A + B + C)</b>	<b>180.65</b>	<b>(17.05)</b>
<b>(E) Cash and Cash Equivalants at the beginning of the period</b>	<b>22.38</b>	<b>39.43</b>
<b>(F) Cash and Cash Equivalants at the end of the period</b>	<b>203.03</b>	<b>22.38</b>
<b>(G) Increase / (Decrease) in Cash and Cash Equivalants (G = F - E)</b>	<b>180.65</b>	<b>(17.05)</b>

**Note:**

a) Cash and Cash Equivalants Comprises of:

(₹ in Lakhs)

S. No.	Particulars	31.03.2023 ₹	31.03.2022 ₹
1	<u>Balances with Banks</u>		
	i) Current Accounts	191.38	16.68
2	<u>Cash-in-Hand</u>	11.64	5.70
3	<b>Cash and Cash Equivalants (Total of 1 to 2)</b>	<b>203.03</b>	<b>22.38</b>

**SIGNIFICANT ACCOUNTING POLICIES**

1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

**AS PER OUR REPORT OF EVEN DATE ATTACHED**

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHK6661

**FOR AND ON BEHALF OF THE BOARD**

ARUN BHANDARI

Managing Director

DIN : 0008901

SHARAD KHANDELWAL

Chief Financial Officer

Place: Nagpur

Dated: May 27, 2023

LALIT BHANDARI

Director

DIN : 00010934

RAKESH KANZODE

Company Secretary

Place: Nagpur

Dated: May 27, 2023

## Consolidated Statement of Changes in Equity for the Year then ended on March 31, 2023

## A) Equity Share Capital

(₹ in Lakhs)

	31.03.2023 ₹	31.03.2022 ₹
<b>Equity Share Capital</b>		
Balance at the beginning of the Reporting Period...(₹)	2,540.26	2,540.26
Changes in Equity Share Capital to prior period errors	-	-
Restated balances at the beginning of the reporting period...(₹)	2,540.26	2,540.26
Changes in Equity Share Capital during the period	-	-
Balance at the end of the Reporting Period...(₹)	2,540.26	2,540.26

## B) Other Equity (₹ in Lakhs)

	Reserves and Surplus			Item of OCI		Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	Remeasurement of Defined Benefits Plan	
	₹	₹	₹		₹	₹
Balance as at April 01, 2021 (A)	40.32	6,789.49	11,593.99	(81.40)	14.33	18,356.73
<b>Addition during the reporting period</b>						
Net Profit / (Loss) during the reporting period	-	-	2,898.60	-	-	2,898.60
Addition during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
<b>Items of the Other Comprehensive Income for the period (Net of taxes)</b>						
Remeasurement benefit of defined benefits plan (Net)	-	-	-	-	(3.34)	(3.34)
Net fair value gain in equity instruments through OCI (Net)	-	-	-	257.96	-	257.96
<b>Total Comprehensive Income for the year 2021 - 2022 (B)</b>	-	-	2,898.60	257.96	(3.34)	3,153.22
<b>Reduction during the reporting period</b>						
Final dividend	-	-	254.03	-	-	254.03
<b>Total reductions during the reporting period (C)</b>	-	-	254.03	-	-	254.03
<b>Balance as at March 31, 2022 (D) = (A + B - C)</b>	40.32	6,789.49	14,238.57	176.56	10.99	21,255.93

<b>Addition during the reporting period</b>	-	-	2,132.07	-	-	2,132.07
Net Profit / (Loss) during the reporting period	-	-	249.10	-	-	249.10
Adjustment with respect to the associates share*	-	-	-	-	(21.97)	(21.97)
<b>Items of the Other Comprehensive Income for the period (Net of taxes)</b>	-	-	-	-	(21.97)	(21.97)
Remeasurement of benefit of defined benefits plan (Net)	-	-	-	(187.69)	-	(187.69)
Net fair value gain in equity instruments through OCI (Net)	-	-	2,381.17	(187.69)	(21.97)	2,171.51
<b>Total Comprehensive Income for the year 2022 - 2023 (E)</b>						
Final dividend	-	-	254.03	-	-	254.03
<b>Balance as at March 31, 2023 (G) = (D + E - F)</b>	40.32	6,789.49	16,365.71	(11.13)	(10.98)	23,173.41

## SIGNIFICANT ACCOUNTING POLICIES

1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

For MANISH N JAIN & CO.  
Chartered Accountants  
FRN No.: 138430W

ARPIT AGRAWAL  
Partner  
Membership No. 175398

Place: Nagpur  
Dated: May 27, 2023

UDIN No.: 23175398BGWEHK6661

ARUN BHANDARI  
Managing Director  
DIN : 0008901

SHARAD KHANDELWAL  
Chief Financial Officer

Place: Nagpur  
Dated: May 27, 2023

LALIT BHANDARI  
Director  
DIN : 00010934

RAKESH KANZODE  
Company Secretary

Place: Nagpur  
Dated: May 27, 2023

**Notes to the Consolidated Financial Statements for the year then ended on March 31, 2023****Corporate Information**

**MMP INDUSTRIES LIMITED** (“the Holding Company”) (CIN No. L32300MH1973PLC30813) is a Public Limited Company, domiciled and incorporated in India, under the provisions of Companies Act, 1956. The Registered office of the Holding Company is situated at *211, Shrimohini Complex, 345, Kingsway, Nagpur, (M.H.) - 440001*. The books of accounts and other related documents and information of the Holding Company are maintained at *B-24, MIDC Area, Hingna Industrial Estate, Hingna Road, Nagpur (M.H.) - 440016*. The Holding Company’s share are listed on “National Stock Exchange” (NSE).

The Holding Company is primarily engaged in the business of manufacturing, selling, distribution and trading of Aluminium Powder, Aluminium Pyro and Flake Powder, Aluminium Paste, Aluminium Conductor and Aluminium Foils. The Holding Company is also engaged in trading and manufacturing of MnO and MnO<sub>2</sub> Powder.

The Holding Company’s Board of Directors approved the consolidated financial statements for the year ended March 31, 2023 and authorized for issue on May 27, 2023.

**1. SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS****SIGNIFICANT ACCOUNTING POLICIES****1.1 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS**

These consolidated financial statements are the separate financial statements of the Holding Company (also called as “consolidated financial statements”) prepared in accordance with Indian Accounting Standard (“Ind AS”) as notified under section 133 of the Companies Act, 2013 (“the Act”) read together with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Rule, 2016, as amended, time to time. The preparation and presentation of the consolidated financial statements is based on the Indian Accounting Standards (Ind AS) Division - II of the Schedule - III of the Companies Act, 2013.

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below.

The consolidated statement of cash flows have been prepared under indirect method, whereby the profit and loss is adjusted for the effect of transactions of a non-cash nature, any deferrals and accruals or future operating cash receipts or payments and items of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Holding Company are segregated. The Holding Company considers all highly liquid instruments that are readily convertible to know amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

These accounting policies have been applied consistently over all the period presented in these consolidated financial statements.

The Holding Company’s consolidated financial statements are prepared and presented in Indian Rupee (₹) in Lakhs, which is also the functional currency for the Holding Company. All amounts have been rounded off to the nearest (₹) in Lakhs up to two decimals, except when otherwise specified.

**1.2 PRINCIPLE OF CONSOLIDATION**

The consolidated financial statements of the **MMP INDUSTRIES LIMITED** comprise the standalone financial statements of the MMP Industries Limited (“the Holding Company”) and its associates company (collectively referred to as “the Group”) as at March 31, 2023.

The Holding Company consolidates the entities when it owns or controls it. Control exist when the Holding Company has power over an entity, is exposed, or has rights, to variable returns from its involvement with the equity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights, that give the ability to direct relevant activities which significantly affect the entity’s returns.

Consolidated financial statements are prepared using the uniform accounting policies for like transactions and other events in the similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and other events in the similar circumstances, appropriate adjustments are made to that Group member’s financial statements in preparing the consolidated financial statements to ensure the conformity with the Group’s accounting policies.

The standalone financial statements of all entities included in the Group, which is used for the purpose of consolidation are drawn up to the same reporting period as that of the Holding Company i.e. year ended March 31, 2023. When the

reporting period of the Holding Company is different from that of associates, for consolidation purpose, additional financial information as of the same date as the financial statements of the Holding Company to enable the Holding Company to consolidate the financial information of the said associates, unless it is impracticable to do so.

#### **Associate Companies**

- i) An associate is an entity over which the Holding Company has significant influence. Significant influence is the power to participate in the financial and operating policy decision of the investee but is not control and joint control over the policies.

The resulted assets and liabilities of the associates company are incorporated in consolidated financial statements using the “Equity Method of Accounting”. Under the Equity method, an investments in an associate is initially recognized at cost. The carrying amount of the investments is adjusted to recognize changes in the Group’s share of net assets of the associates since the acquisition date. The consolidated statement of profit and loss reflects the Group’s share of results of the operations of the associates. Any changes in other comprehensive income (losses) of those investees is presented as a part of the Group’s OCI. In addition, when there has been a change recognized directly in equity of the associates, the Group recognizes its share of any changes, when applicable, in consolidated statement of changes in equity.

If Group’s share of losses of an associates equals or exceeds its interest in the associate (which includes any long-term interest that, in substance, form part of the Group’s net investments in the associates), the Group discontinues recognizing its share of further losses. Additional losses are recognized only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associates. If the associates subsequently reports profits, the Group resumes recognizing its share of those profits only after its share of the profits equals the share of losses not recognized.

The aggregate of the Group’s share of profit and loss of an associate is shown on the face of the consolidated statement of profit and loss.

After the application of equity method, the Group determine whether it is necessary to recognize an impairment loss on its investment in its associates. At the each reporting period, the Group’s determine, whether there is objective evidence that the investments in the associate is impaired. If there exist such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of associate and its carrying value, and then recognize the loss in the consolidated statement of profit and loss. Upon the loss of significant influence over the associate companies, the Group measure and recognize any retained investments at fair value. Any difference between the carrying amount of the associates upon the loss of significant influence and fair value of the retained investments less cost to sell is recognized in the consolidated statements of profit and loss.

The list of associate companies which are included in the consolidation and the Group’s holding therein are as under:

S. No.	Name of the Associate Company	31.03.2023	31.03.2022	Country of Incorporation
		Ownership in percentage either through directly or indirectly		
1.	Star Circlips and Engineering Limited	26.06%	26.06%	India
2.	Toyal MMP India Private Limited	26.00%	26.00%	India

### **1.3 CURRENT AND NON - CURRENT CLASSIFICATION**

The Holding Company presents the assets and liabilities in the consolidated balance sheet based on current / non-current classification. An assets or a liabilities are classified as current when it satisfies any of the following criteria:

- The assets / liabilities are expected to be realized / settled in the Holding Company’s normal operating cycle;
- The assets are intended for sales or consumption;
- The assets / liabilities are held primarily for the purpose trading;
- The assets / liabilities are expected to be realized / settled within twelve months after the end of reporting date;
- The asset is cash or cash equivalents unless it is restricted from being exchanged or used to settle a liabilities for at least twelve months after the reporting period.
- In the case of the liabilities, the Holding Company does not have an unconditional right to defer the settlement of the liabilities for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current / non-current classification of assets and liabilities, the Holding Company has ascertained its operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of the assets or inventories for processing and their realization in cash and cash equivalents.

#### 1.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

##### a) Property, Plants and Equipments

###### Measurement at Recognition

An item of property, plants and equipments that qualifies as an assets is measured on the initial recognition at cost. Following the initial recognition, item of property, plants and equipments are carried at its cost less accumulated depreciation and accumulated impairment losses, *if any*.

The Holding Company identifies and determines cost of each part of an item of property, plants and equipments separately, If the part has a cost which is significant to the total cost of that item of property, plants and equipments and has useful life that is materially different from that of the remaining items.

The cost of an item of property, plants and equipments comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the assets to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, *if any*. Any trade discount and rebates are deducted in arriving at the purchase price of such property, plants and equipments.

Cost includes the cost of replacing a part of the plants and equipments, if the recognition criteria are met. Expenses directly attributable to new manufacturing facilities during its construction period are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machineries are capitalized under the relevant heads of property, plants and equipments, if the recognition criteria are met. When the significant parts of property, plants and equipments are required to be replaced at periodical intervals, the Holding Company recognizes such part as individual assets with specific useful lives and depreciates them accordingly.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Holding Company and the cost of the item can be measured reliably. The carrying amount of any components accounted for as a separate asset is de-recognized when replaced.

All the costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a specific projects or to the acquisition of a property, plants and equipments or bringing it to its present location and working condition, is include as a part of the cost of construction of the project or as a part of the cost of property, plants and equipments, till the commencement of its commercial production. Any adjustments arising from exchange rate variations attributable to the property, plants and equipments are capitalized as aforementioned.

Borrowing costs relating to the acquisition/construction of property, plants and equipments which takes the substantial period of time to get ready for its intended use are also included in the cost of property, plants and equipments/cost of constructions to the extent they relate to the period till such property, plants and equipments are ready to be put to use.

Any subsequent expenditure related to an item of property, plants and equipments is added to its book value only and only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance.

Any items such as spare parts, stand by equipment and servicing equipments that meet the definitions criteria of the property, plants and equipments are capitalized at cost and depreciated over the useful life of the respective property, plants and equipments. Cost is in the nature of repairs and maintenances are recognized in the consolidated statement of profit and loss as and when incurred.

###### Capital Work-in-Progress and Capital Advances

Cost of property, plants and equipments not ready for intended use, as on the consolidated balance sheet date, is shown as a "Capital Work-in-Progress". The capital work-in-progress is stated at cost. Any expenditure in relation to survey and investigation of the properties is carried as capital work-in-progress. Such expenditure is either capitalized as cost of the projects on completion of construction project or the same is expensed in the period in which it is decided to abandon such projects.

Any advances given towards acquisition of property, plants and equipments outstanding at each consolidated balance sheet date are disclosed as "Other Non - Current Assets".

**Depreciation**

Depreciation on each part of property, plants and equipments are provided to the extent of the depreciable amount of the assets on the basis of “*Straight Line Method (SLM)*” on the useful lives of the tangible property, plants and equipments as estimated by the Holding Company’s management and is charged to the consolidated statement of profit and loss, as per the requirement of *Schedule - II to the Companies Act, 2013*. The estimated useful lives of the property, plants and equipments has been assessed based on the technical advice which is considered in the nature of the property, plants and equipments, the usage of the property, plants and equipments, expected physical wear and tear of the such property, plants and equipments, the operating conditions, anticipated technological changes, manufacturer warranties and maintenance support of the property, plants and equipments etc.

When the parts of an item of the property, plants and equipments have different useful lives, they are accounted for as a separate items (major components) and are depreciated over their useful lives or over the remaining useful lives of the principal property, plants and equipments, whichever is less.

The useful lives of the items of property, plants and equipments as estimated by the Holding Company’s management is mentioned below:

S. No.	Name of Property, Plants and Equipments	Useful Life (In Years)
1.	Factory Building	30 Years
2.	Building (Other than Factory Building)	60 Years
3.	Plant and Machineries (Including Continuous Process Plant)	25 Years
4.	Furniture and Fixtures	10 Years
5.	Office Equipments	10 Years
6.	Computer and Other Data Processing units	3 Years
7.	Motor Vehicles	8 Years
8.	Electrical Installation and Other Equipments	10 Years

The Holding Company based on technical assessment made by the technical experts and the Holding Company’s management estimate, depreciate certain items of property, plants and equipments over the estimated useful lives which are different from the useful lives as prescribed under *Schedule - II of the Companies Act, 2013*. The Holding Company’s management believes that the useful lives as given above is best to represent the period over which Holding Company’s management expects to use these property, plants and equipments.

Freehold land is not depreciated. Leasehold land and their improvement cost are amortized over the period of the lease, *if any*.

The useful lives, residual value of each part of an item of property, plants and equipments and the method of depreciation are reviewed at the end of each reporting period, *if any*, of these expectations differ from the previous estimates, such change is accounted for as a change in accounting estimate and adjusted prospectively, if appropriate.

**Derecognition**

The carrying amount of an item of property, plants and equipments and other intangible assets are recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of the property, plants and equipments is measured as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized in the consolidated statement of profit and loss, as and when the assets are de-recognized.

**b) Intangible Assets****Measurement at Recognition**

Intangible assets acquired separately measured on the initial recognition at cost. Intangible assets arising on the acquisition of business are measured at fair value as at the date of acquisition. Internally generated intangible assets including research costs are not capitalized and the related expenditure is recognized in the consolidated statement of profit and loss in the period in which the expenditure is incurred. Following the initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, *if any*.

**Amortization**

Intangible assets with the finite lives are amortized on a “*Straight Line Basis*” over the estimated useful economics lives of such intangible assets. The amortization expenses on intangible assets with the finite lives are recognized in the consolidated statement of profit and loss.



The amortization period and the amortization method for an intangible assets with the finite useful lives are reviewed at the end of each financial year, *If any*, of these expectations differ from the previous estimates, such changes are accounted for as a change in an accounting estimate and adjusted prospectively, if appropriate.

S. No.	Particulars	Useful Life (In Years)
1.	Software	5 Years

#### **Derecognition**

The carrying amount of an intangible assets are recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an intangible assets is measured as the difference between the net disposal proceeds and the carrying amount of the intangible assets and is recognized in the consolidated statement of profit and loss, as and when such assets are de-recognized.

#### **c) Impairment**

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the assets may be impaired.

Assets that are subject to depreciation and amortization and assets representing investments in subsidiary and associate companies are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environments.

The Holding Company assesses at each reporting date, whether there is an indication that assets may be impaired, if any indication exists based on internal or external factors, or when annual impairment testing for assets is required, the Holding Company estimates the asset's recoverable amount. Where the carrying amount of the assets or its cash generating unit (CGU) exceeds its recoverable amount, the assets are considered impaired and is written down to its recoverable amount. The recoverable amount is the greater of the fair value less cost to sell and value-in-use.

In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax rate that reflects current market rates and the risk specific to the assets. For the assets that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the assets belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an assets in an arm's length transactions between knowledgeable, willing parties, less cost of disposal. After the impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful lives.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or has decreased. However, the increase in the carrying amount of assets due to the reversal of an impairment loss is recognized to the extent it does exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for the assets in the prior years.

Impairment losses, if any, are recognized in the consolidated statement of profit and loss and included in depreciation and amortization expense. Impairment losses are reversed in the consolidated statement of profit and loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, if no impairment loss had previously been recognized.

#### **d) Revenue Recognition**

##### **Revenue from Contracts with Customers**

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Holding Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Holding Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

##### **Sale of Products**

Revenue from sales of goods is recognized, when control on the goods have been transferred to the customers. The performance obligation in the case of sale of goods is satisfied at a point in time i.e. when the material is shipped to the customers or delivery to the customers as may be specified in the contracts with them.

Sales (Gross) excludes Goods and Service Tax (GST) and is net of discounts and incentives to the customers.

#### **Sale of Services**

Revenue from sales of service is recognized over time by measuring the progress towards satisfaction of performance obligation for the service rendered. The revenue is recognized based on the agreements/arrangements with the customers as the service is performed and based on the satisfaction of performance obligation. Advances from customers is recognized under “*Other Current Liabilities*” and released to revenue on satisfaction of performance obligation.

#### **Export Incentives**

Export incentive revenues are recognized when the right to receive the credit is established and there is no significant uncertainty regarding the ultimate collection.

#### **Interest**

Revenue from Interest income is recognized using the effective interest method. Effective interest rate (EIR) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortized cost of financial liabilities.

#### **Dividend**

Revenue is recognized when the Holding Company’s right to receive the payment is established at the end of the reporting date, which is generally when the shareholders approve the dividend at the Annual General Meeting / Extraordinary General Meeting.

#### **Rental Income**

Rental income arising from operating lease on investments properties is accounted for on a straight-line basis over the lease term except the case where the incremental lease reflects inflationary effect and rental income is accounted in such case by actual rent for the period.

### **e) Government Grants and Subsidies**

The Holding Company is entitled to receive any subsidy from the Government authorities or any other authorities in respect of manufacturing or other facilities are dealt as follows:

- i) Grants in the nature of subsidies which are non-refundable and are recognized as income, when there is reasonable assurance that the Holding Company will comply with all the necessary conditions attached to them. Income from grants is recognized on a systematic basis over the periods in which the related costs that are intended to be compensated by such grants are recognized.
- ii) The Holding Company has received refundable government loans at below market rate of interest which are accounted in accordance with the recognition and measurement principle of Ind AS - 109, “*Financial Instruments*”. The benefit of below-market rate of interest is measured as the difference between the initial carrying value of loan determined in accordance with Ind AS - 109 and the proceeds received. It is recognized as income when there is a reasonable assurance that the Holding Company will comply with all necessary conditions attached to the loans. Income from such benefit is recognized on a systematic basis over the period of the loan during which the Holding Company recognizes interest expense corresponding to such loans.
- iii) Income from subsidies is presented on gross basis under the Revenue from Operations.

### **f) Inventories**

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and stock-in-trade are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written-down below cost, if the finished goods in which they will be incorporated are expected to be sold at or above costs. The comparison of costs and net realizable value is made on an item-by-item basis. In determining the cost of raw materials, work-in-progress, finished goods, packing materials, stores and spares, components and stock-in-trade, “*Weighted Average*” method is used.

- a) **Raw Material, Packing Material and Stores, Spares and Consumables**: Cost of inventory comprises all costs of purchase, duties / taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.
- b) **Finished Goods and Work-in-Progress**: Cost included the cost of direct materials and packing material and the labor cost and an appropriate proportion of fixed and variable overhead based on the normal operating

capacity of the Holding Company, but excluding the borrowing costs but include the other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated based of normal capacity of production facilities.

- c) **Stock-in-Trade**: Cost included the purchase price, duties / taxes (other than those subsequently recoverable from tax authorities) and other direct or indirect costs incurred in bringing the inventories to their present location and conditions.

The stock of waste or scrap is valued at net realizable value.

“*Net Realizable Value*” is the estimated selling price of inventories in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

The Holding Company considers factors like estimated shelf life, product discontinuances and aging of inventory in determining the provision for slow-moving, obsolete and other non-saleable inventory and adjust the inventory provision to reflects the recoverable value of the inventory.

#### g) **Financial Instruments**

A financial instruments are in any contract that gives rise to a financial assets of one entities and a financial liabilities or equity instruments of another entities.

##### **Financial Assets**

##### **Initial Recognition and Measurements**

The Holding Company recognizes a financial assets in its consolidated balance sheet, when it becomes party to the contractual provisions of the instruments. All the financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial assets.

Where the fair value of a financial assets at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the consolidated statement of profit and loss at initial recognition, if the fair value is determined through a quoted market price in an active market for an identical assets (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the consolidated statement of profit and loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial assets.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

##### **Subsequent Measurements**

For subsequent measurements, the Holding Company classifies a financial assets in accordance with the below criteria:

- i) The Holding Company’s business model for managing the financial assets and
- ii) The contractual cash flows characteristics of the financial assets.

Based on the above criteria, the Holding Company classifies its financial assets into the following categories:

- i) Financial assets measured at amortized costs
- ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)
- iii) Financial assets measured at fair value through profit or loss (FVTPL)

##### **Financial Assets measured at Amortized Costs**

A financial assets are measured at the amortized costs if both the following conditions are met:

- a) The Holding Company’s business model objective for managing the financial assets is to hold financial assets in order to collect contractual cash flows, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Holding Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amounts and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial assets over the relevant period of the financial assets to arrive at the amortized costs at each reporting date. The corresponding effect of the amortization, under effective interest method is recognized as interest income over the relevant period of the financial assets. The same is included under “Other Income” in the consolidated statement of profit and loss.

The amortized costs of a financial assets are also adjusted for loss allowance, if any.

#### **Financial Assets measured at FVTOCI**

A financial assets are measured at FVTOCI if both of the following conditions are met:

- a) The Holding Company’s business model objective for managing the financial assets is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Other Comprehensive Income (OCI). However, the Holding Company recognizes interest income and impairment losses and its reversals in the consolidated statement of profit and loss.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to consolidated statement of profit and loss.

Further, the Holding Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Holding Company has made such election on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in other comprehensive income. However, the Holding Company recognizes dividend income from such instruments in the consolidated statement of profit and loss, when the right to receive such payment is established, it is probable that the economic benefits will flow to the Holding Company and the amount can be measured reliably.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to consolidated statement of profit and loss. However, the Holding Company may transfer such cumulative gain or loss into retained earnings within equity.

#### **Financial Assets measured at FVTPL**

A financial assets are measured at FVTPL unless it is measured at amortized costs or at FVTOCI as explained above. This is a residual category applied to all other investments of the Holding Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the consolidated statement of profit and loss.

#### **Derecognition**

A financial assets (or, where applicable, a part of a financial assets or part of a group of similar financial assets) is de-recognized (i.e. removed from the Group’s consolidated balance sheet) when any of the following occurs:

- i) The contractual rights to cash flows from the financial assets expires;
- ii) The Holding Company transfers its contractual rights to receive cash flows of the financial assets and has substantially transferred all the risks and rewards of ownership of the financial assets;
- iii) The Holding Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a “pass-through” arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial assets);
- iv) The Holding Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases, where the Holding Company has neither transferred nor retained substantially all of the risks and rewards of the financial assets, but retains control of the financial assets, the Holding Company continues to recognize such financial assets to the extent of its continuing involvement in the financial assets. In that case, the Holding Company also recognizes an associated liabilities. The financial assets and the associated liabilities are measured on a basis that reflects the rights and obligations that the Holding Company has retained.

On de-recognition of a financial assets, (except as mentioned in above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the consolidated statement of profit and loss.

#### **Impairment of Financial Assets**

The Holding Company applies expected credit losses (ECL) model for measurements and recognition of loss allowance on the following:

- i) Trade receivables
- ii) Financial assets measured at amortized costs (other than trade receivables)
- iii) Financial assets measured at fair value through other comprehensive income (FVTOCI)

In case of trade receivables, the Holding Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets (listed as ii and iii above), the Holding Company determines, if there has been a significant increase in credit risk of the financial assets since the initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to twelve months ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial assets improves such that there is no longer a significant increase in credit risk since initial recognition, the Holding Company reverts to recognizing impairment loss allowance based on twelve months ECL.

ECL is the difference between all contractual cash flows that are due to the Holding Company in accordance with the contract and all the cash flows that the entity expected to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial assets. Twelve months ECL is a portion of the lifetime ECL which results from default events that are possible within twelve months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Holding Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the reporting period are recognized as income / expense in the consolidated statement of profit and loss under the head "*Other Expenses*".

#### **Financial Liabilities**

##### **Initial Recognition and Measurements**

The Holding Company recognizes a financial liabilities in its consolidated balance sheet when it becomes party to the contractual provisions of the instruments. All financial liabilities are recognized initially at fair value, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liabilities.

Where the fair value of a financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the consolidated statement of profit and loss at initial recognition, if the fair value is determined through a quoted market price in an active market for an identical assets (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the consolidated statement of profit and loss, only to the extent that such gain or loss arises, due to a change in factor that market participants take into account when pricing the financial liabilities.

##### **Subsequent Measurements**

All financial liabilities of the Holding Company are subsequently measured at amortized costs using the effective interest method.



Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liabilities over the relevant period of the financial liabilities to arrive at the amortized costs at each reporting date. The corresponding effects of the amortization, under effective interest method is recognized as interest expense over the relevant period of the financial liabilities. The same is included under finance costs in the consolidated statement of profit and loss.

#### **Derecognition**

A financial liabilities are de-recognized when the obligation under the liabilities are discharged or cancelled or expires. When an existing financial liabilities are replaced by another from the same lender on substantially different terms, or the terms of an existing liabilities are substantially modified, such an exchange or modification are treated as the de-recognition of the original liabilities and the recognition of a new liabilities. The difference between the carrying amount of the financial liabilities de-recognized and the consideration paid is recognized in the consolidated statement of profit and loss.

#### **Offsetting of Financial Assets and Financial Liabilities**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

#### **h) Derivative Financial Instruments and Hedge Accounting**

The Holding Company enters into derivative financial contracts in the nature of forward currency contracts with external parties to hedge its foreign currency risks relating to foreign currency denominated financial liabilities measured at amortized cost. The Holding Company formally establishes a hedge relationship between such forward currency contracts ("Hedging Instruments") and recognized financial liabilities ("Hedged Items") through a formal documentation at the inception of the hedge relationship in line with the Holding Company's Risk Management objective and strategy.

The hedge relationship so designated is accounted for in accordance with the accounting principles prescribed for a fair value hedge under Ind AS - 109, "*Financial Instruments*".

#### **Recognition and Measurement of Fair Value Hedge**

Hedging instruments is initially recognized at fair value on the date on which a derivative contract is entered into and is subsequently measured at fair value at each reporting date. Gain or loss arising from changes in the fair value of hedging instruments is recognized in the consolidated statement of profit and loss. Hedging instruments is recognized as a financial assets in the consolidated balance sheet, if its fair value as at reporting date is positive as compared to carrying value and as a financial liabilities, if its fair value as at reporting date is negative as compared to carrying value.

Hedged items (recognized financial liabilities) is initially recognized at fair value on the date of entering into contractual obligation and is subsequently measured at amortized costs. The hedging gain or loss on the hedged items is adjusted to the carrying value of the hedged item as per the effective interest method and the corresponding effects is recognized in the consolidated statement of profit and loss.

#### **Derecognition**

On derecognition of the hedged items, the unamortized fair value of the hedging instrument adjusted to the hedged items, is recognized in the consolidated statement of profit and loss.

#### **i) Fair Value**

The Holding Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an assets or paid to transfer a liabilities in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the assets or transfer the liabilities takes place either:

- \* In the principal market for the assets or liabilities, or
- \* In the absence of a principal market, in the most advantageous market for the assets or liabilities.

All the assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest



priority to a quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly;

Level 3 - Inputs that are unobservable for the assets or liabilities.

For assets and liabilities that are recognized in the consolidated financial statements at fair value on a recurring basis, the Holding Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

**j) Foreign Currency Transactions**

**a) Initial Recognition**

Transactions in the foreign currencies entered into by the Holding Company are accounted in the functional currency (i.e. Indian Rupee `), by applying the exchange rates prevailing on the date of the transaction i.e. spot exchange rate. Any exchange difference arising on foreign exchange transactions settled during the reporting period are recognized in the consolidated statement of profit and loss except to the extent that they are regarded as an adjustment to the finance costs on foreign currency borrowings that are directly attributable to the acquisition or constructions of the qualifying assets, are capitalized to the qualifying assets.

**b) Conversion of Foreign Currency Items at Reporting Date**

Foreign currency monetary items of the Holding Company are restated at the end of the reporting date by using the closing exchange rate as prescribed by the Reserve Bank of India. Non-monetary Items are recorded at the exchange rate prevailing on the date of the transactions i.e. measured at historical costs. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured i.e. using the exchange rate at the date of transactions.

**k) Taxes on Income**

Tax expense comprises current tax and deferred income tax. Tax expenses is the aggregate amount included in the determination of profit or loss for the reporting period current tax and deferred income tax. Tax expenses are recognized in the consolidated statement of profit and loss, except to the extent that it relates to the items recognized in the other comprehensive income or in the equity. In that case, tax is also recognized in other comprehensive income or equity.

Current income tax is the amount of income tax payable in respect of taxable profit for the reporting period. Taxable profit differs from "Profit Before Tax" as reported under consolidated statement of profit and loss because of item of expenses or income that are taxable or deductible in other years and items that are never taxable or deductible under Income Tax Act, 1961.

Current tax assets and liabilities are measured by using the tax rates that have enacted by the end of the reporting period for the amounts expected to be recovered from or paid to the income tax authorities. Current tax also includes any adjustment amount to tax payable / receivable in respect of previous reporting period.

Deferred tax is recognized 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 under Income Tax Act, 1961 and their carrying amounts. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary difference that arises from initial recognition of assets or liabilities in a transaction that affect neither the taxable profits nor the accounting profits, deferred tax liabilities are not recognized. Also, for temporary differences, if any, that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences, and any unused tax losses and unused tax credits, to the extent, it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profits nor the accounting profits, deferred tax assets are not recognized.

The carrying amount of deferred tax assets / liabilities are reviewed at the end of each reporting period and reduced

to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted at the consolidated balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

#### **Uncertain Tax Positions**

The Holding Company's management periodically evaluates the positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and consider whether it is probable that a taxation authority will accept an uncertain tax treatments. The Holding Company reflects the effect of uncertainty for each uncertain tax treatment by using one of two methods, the expected value method (the sum of the possibility - weighted amounts in range of possible outcomes) or the most likely amount (single most likely amount method in a range of possible outcomes), depending on which is expected to better predict the resolution of the uncertainty. The Holding Company applies consistent judgements and estimates, if an uncertain tax treatment affects both the current and deferred income tax.

#### **Presentation**

Current tax and deferred tax are recognized as income or an expense in the consolidated statement of profit and loss, except when they relate to items that are recognized in other comprehensive income, in which case, the current tax and deferred tax income / expense are recognized in other comprehensive income.

The Holding Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the assets and settle the liabilities simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset, if the Holding Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Holding Company.

#### **l) Lease**

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership to the Holding Company is classified as a finance lease. All other lease is classified as operating lease.

#### **The Holding Company as a Lessee**

- a) **Operating Lease:** Rental payable under the operating lease are charged to the consolidated statement of profit and loss on a straight-line basis over the term of the relevant lease except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.
- b) **Finance Lease:** Finance lease are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liabilities to the lessor is included in the consolidated balance sheet as a finance lease obligation. Lease payments are apportioned between finance expenses and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liabilities. Finance expenses are charged directly against the income over the period of the lease unless they are directly attributable to the qualifying assets, in which case they are capitalized. Contingent rental is recognized as an expense in the period in which they are incurred.

A leased assets are depreciated over the useful lives of the assets, however, if there is no reasonable certainty that the Holding Company will obtain ownership by the end of the lease term, the assets are depreciated over the shorter of the estimated useful lives of the assets and the lease terms.

#### **The Holding Company as a Lessor:**

Lease payments under operating leases are recognized as an income on a straight-line basis in the consolidated statement of profit and loss over the lease term except where the lease payments are structured to increase in line with expected general inflation. The respective leased assets are included in the consolidated balance sheet based on their nature.

#### **m) Borrowing Costs**

Borrowing cost include the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs, if any, that are directly attributable to the acquisition or constructions or production of qualifying property, plants and equipments are capitalized as a part of cost of that property, plants and equipments until such time that the assets are substantially ready for their intended use. Qualifying assets are assets which take the substantial period of time to get ready for the intended use or sale.

When the Holding Company borrows the funds specially for the purpose of obtaining the qualifying assets, the borrowing costs incurred are capitalized with the qualifying assets. When the Holding Company borrows fund generally and use them for obtaining a qualifying assets, the capitalization of borrowing costs are computed on weighted average cost of general costs that are outstanding during the reporting period and used for acquisition of the qualifying assets. Capitalization of the borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for intended use are complete.

Other borrowing costs are recognized as expenses in the period in which they are incurred. Any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets are deducted from the borrowing costs eligible for capitalization.

**n) Employee Benefits**

**Short-Term Employee Benefits**

All the employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related services. The Holding Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in the exchange for services are rendered as a liabilities (accrued expense) after deducting any amount already paid.

**Post - Employment Benefits**

**a) Defined Contribution Plans**

Defined contribution plans are employee state insurance scheme and Government administrated pension fund scheme for all the applicable employees and superannuation scheme for all the eligible employees. The Holding Company's contribution to defined contribution plans is recognized in the consolidated statement of profit and loss in the reporting period to which they relate.

**i) Recognition and Measurement of Defined Contribution Plans**

The Holding Company recognizes contribution payable to a defined contribution plan as an expense in the consolidated statement of profit and loss when the employees render services to the Holding Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an assets to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

**b) Defined Benefits Plans**

**i) Gratuity**

The Holding Company operates a defined benefits plan for its employees. The Holding Company pays the gratuity to employee whoever has completed its five year of service with the Holding Company at the time of retirement or resignation or superannuation. The gratuity is paid @ 15 Days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liabilities in respect of gratuity is calculated using "Project Unit Credit Method" and spread over the period during which the benefits is expected to be derive from employee services. The remeasurement of defined benefits plan in respect of post-employments are charged to the other comprehensive income (OCI).

**ii) Provident Fund Scheme**

Provident fund is defined contribution plan covering certain eligible employees. The Holding Company and the eligible employees make a monthly contribution to the provident fund maintained by the regional provident fund commissioners equal to the specified percentage of the basic salary of the eligible employees as per the scheme. The contributions to the provident fund are charged to the consolidated statement of profit and loss for the period, when the contributions are due. The Holding Company has no obligation, other than the contributions payable to the provident fund.

iii) **Pension Scheme**

The Holding Company operates a defined benefit pension plans for certain specified employee satisfying certain conditions, as approved by the Board of Directors.

iv) **Post - Retirement Medical Benefit Plan**

The Holding Company operates a defined post-retirement medical benefits plan for certain specified employees and payable upon the employee satisfying certain conditions.

v) **Leave Encashment**

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefits for measurement purpose. The Holding Company measures the expected cost of such absence as the additional amount that is expects to pay as a result of unused entitlement that has accumulated at the reporting date.

The Holding Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefits for measurement purpose. Such long-term compensated absences are provided for based on the actuarial valuation using the “*Project Unit Credit Method*” at the reporting date. Actuarial gain / losses are immediately taken to the consolidated statement of profit and loss and are not deferred.

**Recognition and Measurement of Defined Contribution Plans**

The cost of providing defined benefits is determined using the “*Projected Unit Cash Credit*” method with actuarial valuations being carried out at each consolidated balance sheet date. The defined benefit obligations recognized in the consolidated balance sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, *if applicable*. Any defined benefit assets is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liabilities / (assets) are recognized in the consolidated statement of profit and loss. Remeasurements of the net defined benefits liabilities / (assets) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liabilities / assets), are recognized in other comprehensive income. Such remeasurements are not reclassified to the consolidated statement of profit and loss in the subsequent periods.

Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain or losses in respect of the defined benefits plan are recognized in the consolidated statement of profit and loss in the year in which they arise.

The Holding Company presents the above liabilities as current and non-current in the consolidated balance sheet as per the actuarial valuation by the independent actuary.

c) **Employee Separation Costs**

Compensation to employees who have opted for retirement under the voluntary retirement scheme of the Holding Company is payable in the year of exercise of option by the employee. The Holding Company recognizes the employee separation cost when the scheme is announced and the Holding Company is demonstrably committed to it.

The Holding Company presents this liabilities as current and non-current in the consolidated balance sheet as per the actuarial valuation by the independent actuary.

o) **Research and Developments**

Research and Developments expenditures of a revenue nature are expensed out under the respective heads of the account in the period in which it is incurred. Expenditure of development, which does not meet the criteria for recognition as an intangible assets are recognized as an expense when it incurred.

Item of property, plants and equipments and acquired intangible assets utilized for research and developments are capitalized and depreciated in accordance with the policies stated for tangible property, plants and equipments and intangible assets.

p) **Earnings per Share**

The Group reports the basic and diluted Earnings per Share (EPS) in accordance with Ind AS - 33, “*Earnings per Share*”. Basic EPS is computed by dividing the net profit or loss attributable to the equity shareholders of the Group for the period by the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit or loss attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all potential equity shares, except where the results are anti-dilutive.

The weighted average number of equity shares outstanding during the period is adjusted for events such as a bonus Issue, bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

**q) Provisions and Contingencies**

The Holding Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liabilities. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance costs.

A disclosure for a contingent liabilities are made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A provision is recognized if, as a result of a past event, the Holding Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liabilities.

**r) Exceptional Items**

An ordinary item of income or expense which by its size, nature, occurrence or incidence requires a disclosure in order to improve understanding of the performance of the Holding Company is treated as an exceptional item in the consolidated statement of profit and loss.

**s) Event after Reporting Date**

Where events occurring after the consolidated balance sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the consolidated financial statements. Otherwise, events after the consolidated balance sheet date of material size or nature are only disclosed.

All the events occurring after the consolidated balance sheet date up to the date of the approval of the consolidated financial statement of the Holding Company by the board of directors on **May 27, 2023**, have been considered, disclosed and adjusted, wherever applicable, as per the requirement of Indian Accounting Standards.

**t) Cash Flow Statements**

Cash flows statements are reported using the method set out in the Ind AS - 7, "*Cash Flow Statements*", whereby the net profit / (loss) before tax is adjusted for the effects of the transactions of a non-cash nature, any deferrals or accrual of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Holding Company are segregated.

**u) Cash and Cash Equivalents**

Cash and cash equivalents include cash and cheques-in-hand, balances with banks, and demand deposits with banks where the original maturity is three months or less and other short-term highly liquid investments net of bank of overdrafts which are repayable on demand as these from an integral part of the Group's cash management.

## 1.5 RECENT ACCOUNTING PRONONCEMENT

Ministry of Corporate Affairs ("the MCA") notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rules as issued from time to time. On March 31, 2023, the MCA through a notification amended to the existing standards under the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Rule, 2023, applicable from April 01, 2023, as below;

### **Ind AS - 1 - Presentation of the Financial Statements**

The amendments requires the Group to disclose their material accounting policies rather than their significant accounting



policies. Accounting policy information, together with the other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Group does not expect this amendment to have any significant impact in its consolidated financial statements.

#### **Ind AS - 8 - Accounting Policies, Changes in Accounting Estimates and Errors**

This amendment will help to distinguish between accounting policies and accounting estimates. The definition of changes in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “Monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates, if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Group does not expect this amendment to have any significant impact in its consolidated financial statements.

#### **Ind AS - 12 - Income Tax**

The amendment clarify how the Group account for deferred tax on transactions such as lease and decommissioning obligations. The amendments narrowed the scope of recognition exemption in paragraph 15 and 24 of Ind AS 12 (recognition exemption) so that it is no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Group does not expect this amendment to have any significant impact in its consolidated financial statements.

The effective date for adoption of these amendments is annual period beginning on or after April 01, 2023. The Group has evaluated the amendments and the impacts of the amendments are insignificant in the consolidated financial statements.

### **1.6 KEY ACCOUNTING ESTIMATES AND JUDGEMENTS**

The preparation of the Holding Company’s consolidated financial statements is in conformity with the Ind AS requires managements to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of the assets, liabilities, income and expenses (including the contingent liabilities) and the accompanying disclosures. Uncertainty about these assumptions and estimates could results in outcomes that require a material adjustments to the carrying amount of assets or liabilities effected in future periods. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revision to accounting estimates are recognized in the period which the estimates are revised and in any future periods affected.

The key assumptions concerning the future and other key resources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amount of the assets and liabilities within the next financial year, are described as follow:

- a) **Income Tax**: The Holding Company’s tax jurisdiction is in India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the income tax provisions, including the amount expected to be paid / recovered for uncertain tax provisions (Refer “*Note No. 19*”).
- b) **Property, Plants and Equipments**: Property, plants and equipments represent a significant proportion of the assets base of the Holding Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset’s expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Holding Company’s assets are determined by the Holding Company’s management at the time the assets are acquired and reviewed periodically, including at each financial year end. Useful lives of each of these assets are based on the life prescribed in Schedule II to the Companies Act, 2013 or based on the technical estimates, taking into account the nature of the assets, estimated usage, expected residual values and operating conditions of the assets. The lives are based on historical experience with the similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the assets.
- c) **Defined Benefits Obligations**: The costs of providing gratuity and other post-employment benefits are charged to the consolidated statement of profit and loss in accordance with *Ind AS - 19, “Employee Benefits”* over the period during which benefit is derived from the employees’ services. It is determined by using the actuarial valuation and assessed on the basis of assumptions selected by the Holding Company’s management. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in “*Note No. 42*”, “*Employee Benefits*”. Due to complexities involved in the valuation and its long-term in nature, a defined benefit obligation is highly sensitive to change in these assumptions. All assumptions are reviewed at each consolidated balance sheet date.



- d) **Fair Value measurements of Financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the consolidated balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgments and assumptions. The input to these models are taken from observable markets wherever possible, where this is not feasible, a degree of judgements is required in establishing fair value. Judgements includes considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of the financial instruments.
- e) **Recoverability of Trade Receivables:** Judgment are required in assessing the recoverability of overdue trade receivables and determining whether a provision is 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-payments.
- f) **Provisions:** Provision and liabilities are recognized in the period when it becomes probable that there will be future outflow of resources resulting from past operations or events and the amount of cash outflows can be reliably estimated. The timing of recognition and quantification of the liabilities requires the application of judgements to existing facts and circumstances, which can be subject to change. The carrying amounts of provision and liabilities are reviewed regularly and revised to take the amount of changing the facts and circumstances.
- g) **Impairment of Financial and Non-Financial Assets:** The impairment provision of financial assets are based on the assumptions about the risk of default and expected cash loss rates. The Holding Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Holding Company's past history, existing market conditions as well as forward looking estimates at the end of the reporting period.
- In case of Non-financial assets, the Holding Company estimates asset's recoverable amount, this is higher of an assets or cash generating units (CGU) fair value less the cost of disposal and the value-in-use.
- In assessing the value-in-use, the estimated future cash flows are discounted using the pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. In determining the fair value less cost of disposal, recent market transactions are taken into accounts, if no such transactions can be identified, an appropriate valuation model is being used.
- h) **Recognition of Deferred Tax Assets and Liabilities:** Deferred tax assets and liabilities are recognized for deductible temporary differences and unused tax losses or unused tax credit for which there is probability of utilization against the future taxable profits. The Holding Company uses judgments to determine the amount of deferred tax that can be recognized, based upon the likely timing and the level of future taxable profits and business developments.
- i) **Amortization of Leasehold Land:** The Holding Company's lease assets primarily consist of lease for industrial land. The lease premium is the fair value of land paid by the Holding Company to the respective authorities at the time of acquisition and there is no liability at the end of the lease term. The lease premium paid by the Holding Company has been amortized over the lease period on systematic basis and classified under Ind AS - 16, "*Property, Plants and Equipments*" and therefore, the requirements of both Ind AS - 116 and Ind AS - 17, as to the period over which, and the manner in which, the right of use assets (under Ind AS - 116) or the assets arising from the finance lease (under Ind AS - 17) amortized as similar.

## 2) Property, Plants and Equipments

S. No.	Particulars	Gross Carrying Value			Depreciation			Net Carrying Value	
		Cost As At 01.04.2022	Addition during the period	Deduction / Adjustments	Cost As At 31.03.2023	Depreciation Upto 01.04.2022	Addition during the period	Deduction / Adjustments	Depreciation As At 31.03.2023
<b>A</b>	<b>Land</b>								
	Freehold Land	331.77	272.68	-	604.45	-	-	-	-
	Leasehold Land	547.36	-	-	547.36	20.41	5.49	-	25.91
<b>B</b>	<b>Building</b>								
	Factory Building	6,684.72	60.60	-	6,745.32	496.18	202.20	-	698.38
	Non - Factory Building	435.77	9.14	-	444.91	17.67	7.43	-	25.10
<b>C</b>	<b>Furniture and Fixtures</b>								
	Furniture and Fixtures	185.27	8.74	-	194.00	27.12	19.04	-	46.16
<b>D</b>	<b>Plant and Equipments</b>								
	Plant and Machineries	6,531.14	1,491.17	25.41	7,996.90	645.42	280.30	17.38	908.35
	Electrical Installations	1,148.49	51.54	7.89	1,192.13	219.75	114.39	7.89	326.25
	Office Equipments	185.42	12.18	-	197.60	31.49	18.28	-	49.77
<b>E</b>	<b>Motor Vehicles</b>								
	Motor Vehicles	53.65	56.05	9.19	100.51	16.43	6.24	8.74	13.93
<b>F</b>	<b>Computers and Peripherals</b>								
	Computer and Peripherals	43.97	1.59	-	45.56	24.01	4.65	-	28.66
	<b>Total... (₹)</b>	<b>16,147.56</b>	<b>1,963.68</b>	<b>42.50</b>	<b>18,068.75</b>	<b>1,498.48</b>	<b>658.02</b>	<b>34.01</b>	<b>2,122.50</b>
	<b>Previous Year... (₹)</b>	<b>11,995.30</b>	<b>4,258.81</b>	<b>106.55</b>	<b>16,147.56</b>	<b>893.50</b>	<b>605.52</b>	<b>0.54</b>	<b>1,498.48</b>

1) Gross carrying amount and accumulated depreciation have been regrouped and netted in line with deemed cost exemption opted out by the Holding Company as per Ind AS, with effect from April 01, 2018 i.e. date of transition to Ind AS for Holding Company.

2) Title deed of all the immovable properties are held in the name of the Holding Company.

3) The amount of Contractual Commitments for the purpose of acquisition or constructions of the property, plants and equipments is disclosed under "Note No. 45", if any.

## 3) Other Intangible Assets

S. No.	Particulars	Gross Carrying Value			Depreciation			Net Carrying Value	
		Cost As At 01.04.2022	Addition during the period	Deduction / Adjustments	Cost As At 31.03.2023	Depreciation Upto 01.04.2022	Addition during the period	Deduction / Adjustments	Depreciation As At 31.03.2023
<b>A</b>	<b>Software</b>								
	Computer Software	141.95	-	-	141.95	73.55	27.17	-	100.72
	<b>Total... (₹)</b>	<b>141.95</b>	<b>-</b>	<b>-</b>	<b>141.95</b>	<b>73.55</b>	<b>27.17</b>	<b>-</b>	<b>100.72</b>
	<b>Previous Year... (₹)</b>	<b>140.50</b>	<b>1.46</b>	<b>-</b>	<b>141.95</b>	<b>46.77</b>	<b>26.78</b>	<b>-</b>	<b>73.55</b>

1) Gross carrying amount and accumulated depreciation have been regrouped and netted in line with deemed cost exemption opted out by the Holding Company as per Ind AS, with effect from April 01, 2018 i.e. date of transition to Ind AS

2) The amount of Contractual Commitments for the purpose of acquisition or constructions of the property, plants and equipments is disclosed under "Note No. 45", if any.

**4. Capital Work-in-Progress (₹ in Lakhs)**

	31.03.2023	31.03.2022
Capital Work-in-Progress		
For Electrical Installations	69.20	-
For Factory Building	177.17	5.73
For Plant and Machineries	1,216.16	374.61
<b>Total...(₹)</b>	<b>1,462.53</b>	<b>380.34</b>

\* Refer "Note No. 37" for aging analysis of Capital Work-in-Progress.

**5. Classification of Investments (₹ in Lakhs)**

	31.03.2023	31.03.2022
<b>Investment in Equity Instruments</b>		
<b>Quoted Equity Shares, Fully Paid Up</b>		
100 (Prev Year NIL) Equity Share of ITC Limited	0.38	-
<b>Unquoted Equity Shares, Fully Paid Up</b>		
a) Investments in Associate Companies* (Refer "Note No. 40")		
<b>Fully Paid up with Face Value of ₹ 10 each unless otherwise specified</b>		
<b>9,98,260 (Prev Year 9,98,260) Equity Share of Star Circlips and Engineering Limited</b>	<b>2,804.45</b>	<b>2,438.96</b>
70,22,600 (Prev Year 70,22,600) Equity Share of Toyal MMP India Private Limited	420.20	446.15
<b>Total...(₹)</b>	<b>3,225.03</b>	<b>2,885.11</b>

**A Non - Current Investments (₹ in Lakhs)**

	31.03.2023	31.03.2022
<b>Investments in Equity Instruments</b>		
<b>Quoted, Fully Paid Up</b>		
Aggregate Amount of Quoted Investments	0.35	-
Market Value of Quoted Investments	0.38	-
Aggregate Amount of Unquoted Investments	3,224.65	2,885.11

**B Category Wise Classification of Investments (₹ in Lakhs)**

	31.03.2023	31.03.2022
<b>Investments in Equity Instruments</b>		
Financial Assets measured at Costs	3,224.65	2,885.11
Financial Assets measured at Fair Value through OCI	0.38	-

**6. Other Non Current Financial Assets (₹ in Lakhs)**

	31.03.2023	31.03.2022
<b>Others</b>		
Security Deposits	159.29	156.42
Term Deposits held as Margin Money against Bank Guarantee and Other Commitments*	12.71	16.15
<b>Total...(₹)(A)</b>	<b>172.01</b>	<b>172.56</b>
Other Receivables	703.65	710.57
<b>Less: Allowances for Unsecured Doubtful Debts and Advances**</b>	<b>108.08</b>	<b>50.19</b>
<b>Total...(₹)(B)</b>	<b>595.57</b>	<b>660.38</b>
<b>Total...(₹)(A + B)</b>	<b>767.58</b>	<b>832.95</b>

\* The term deposits held by the Holding Company with banks or financial institutions comprises of the time deposits and are made of varying period between one year to two years and earn the interest at the respective deposit rate, the same are held

as lien or pledged by them against the corporate credit cards provided to the Holding Company, amounting to ` 10.00 Lakhs (Prev Year ` 10.00 Lakhs).

\*\* Refer "Note No. 36B" for the information of credit risk and market risk.

No amounts are due from directors or other officers of the Holding Company either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member.

**7. Other Non - Current Assets** (₹ in Lakhs)

	31.03.2023	31.03.2022
<b>Others</b>		
Capital Advances	321.05	916.43
Income Tax Refund Receivables	59.93	65.80
<b>Total...(₹)</b>	<b>380.98</b>	<b>982.23</b>

**8. Current Tax Assets (Net)** (₹ in Lakhs)

	31.03.2023	31.03.2022
Income Tax		
Advance Income Tax	420.00	-
Tax Deducted at Source Receivables	38.08	-
Tax Collected at Source Receivables	15.94	-
Less: Provision for Income Tax	335.55	-
<b>Total...(₹)</b>	<b>138.47</b>	<b>-</b>

**9. Inventories\*** (₹ in Lakhs)

	31.03.2023	31.03.2022
Inventories**		
(Valued at lower of Cost or Net Realizable Value)		
Finished Goods	2,512.49	1,641.23
Packing Materials	170.03	152.18
<b>Raw Material</b>	<b>1,861.67</b>	<b>2,537.89</b>
<b>Stores, Spares and Consumables</b>	<b>354.51</b>	<b>386.57</b>
<b>Trading Stocks</b>	<b>3.64</b>	<b>4.85</b>
<b>Work-in-Progress</b>	<b>3,713.33</b>	<b>2,966.52</b>
<b>Total...(₹)</b>	<b>8,615.65</b>	<b>7,689.25</b>

\* Cost of inventories recognized as an expense during the year is disclosed in "Note No. 30".

\*\* Cost of inventories recognized as an expense included ` NIL (Prev Year ` NIL) in respect of written down value of inventories to the net realizable value. There has been no reversal towards such written down value in current reporting period and previous reporting period.

**10. Trade Receivables\*** (₹ in Lakhs)

	31.03.2023	31.03.2022
Unsecured**		
Considered Good	4,457.01	5,179.44
Considered Doubtful	37.42	306.21
Less: Allowances for Unsecured Doubtful Debts and Advances	37.42	306.21
<b>Total...(₹)</b>	<b>4,457.01</b>	<b>5,179.44</b>

## 11. Cash and Cash Equivalents

(₹ in Lakhs)

	31.03.2023	31.03.2022
A) Cash and Cash Equivalents*		
Balances with Banks		
<b>In Current Account</b>	<b>191.38</b>	<b>16.68</b>
<b>Cash-in-Hand</b>	<b>11.64</b>	<b>5.70</b>
<b>Total...(₹)(A)</b>	<b>203.03</b>	<b>22.38</b>
B) Other Balances with Banks		
Unpaid Dividend**	1.44	0.52
<b>Total...(₹)(B)</b>	<b>1.44</b>	<b>0.52</b>
<b>Total...(₹)(A + B)</b>	<b>204.47</b>	<b>22.90</b>

\* There are no restrictions with regards to cash and cash equivalents as at the end of reporting period and previous reporting period.

\*\* The Holding Company can only utilize these balances towards the settlement of "Unclaimed Dividend / Unpaid Dividend".

## 12. Other Current Financial Assets

(₹ in Lakhs)

	31.03.2023	31.03.2022
Others		
Interest Receivables	6.57	0.14
Term Deposits (Held as Margin Money with Banks against Bank Guarantee and Commission)*	40.16	104.06
<b>Total...(₹)</b>	<b>46.73</b>	<b>104.21</b>

\* The term deposits held by the Holding Company with banks or financial institutions comprises of the time deposit and are made of varying period less than one year and earn the interest at the respective deposit rate, the same are held as lien or pledged by them against the bank guarantee provided to Government Authorities and Other Institutions by the Holding Company, amounting to ₹ 209.38 Lakhs (Prev Year ₹ 165.06 Lakhs).

## 13. Current Tax Assets (Net)

(₹ in Lakhs)

	31.03.2023	31.03.2022
Others		
Advances to Staff	53.53	48.00
Advances to Vendor's	381.48	568.27
Balances with the Revenue Authorities	39.36	82.33
<b>Other Receivables</b>	<b>37.68</b>	<b>20.81</b>
<b>Total...(₹)</b>	<b>512.05</b>	<b>719.41</b>

No advances and receivables are due from directors or other officers of the Holding Company either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member.

## 14 Equity Share Capital

(₹ in Lakhs)

	31.03.2023		31.03.2022	
	Nos.	₹	Nos.	₹
<b>Authorized</b>				
Equity Shares of ₹10 Each	260.00	2,600.00	260.00	2,600.00
	<b>260.00</b>	<b>2,600.00</b>	<b>260.00</b>	<b>2,600.00</b>
<b>Issued, Subscribed and Fully Paid Up</b>				
Equity Shares of ₹ 10 Each	254.03	2,540.26	254.03	2,540.26
<b>Total...(₹)</b>	<b>254.03</b>	<b>2,540.26</b>	<b>254.03</b>	<b>2,540.26</b>

## a) Reconciliation of the Shares outstanding at the beginning and at the end of the Reporting Period

	31.03.2023		31.03.2022	
	Nos.	₹	Nos.	₹
<b>Shares outstanding at the beginning of the period...(₹)</b>	254.03	2,540.26	254.03	2,540.26
Shares issued during the period	-	-	-	-
Shares bought Back during the period	-	-	-	-
<b>Shares outstanding at the end of the period...(₹)</b>	254.03	2,540.26	254.03	2,540.26

## b) Terms / Rights attached to Equity Shares

- The Holding Company has only one class of shares - referred to as - Equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.
- In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all the preferential amounts. The distribution will be in the proportion to the number of equity shares held by the shareholders.
- The Holding Company declares and pays the dividend in Indian Rupees (₹). The payment of dividend is also made in foreign currency to the shareholders outside India. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in their ensuing Annual General Meeting, except in case of interim dividend.

## c) Details of Shareholders holding more than 5% shares in the Company\*

(₹ in Lakhs)

	31.03.2023		31.03.2022	
Name of Shareholders	No. of Shares held	% of Holding	No. of Shares held	% of Holding
<u>Equity Shares of ₹ 10 Each Fully Paid Up</u>				
Shri Arun Bhandari	69.59	27.40%	69.59	27.40%
Master Vivaan Bhandari	14.59	5.74%	14.59	5.74%
Mayank Fastners Private Limited	47.84	18.83%	47.84	18.83%
Smt. Saroj Bhandari	32.56	12.81%	32.56	12.81%
Massachusetts Institute of Technology	17.00	6.69%	17.00	6.69%
<b>Total Nos. of Shares Held</b>	<b>181.58</b>	<b>71.48%</b>	<b>181.58</b>	<b>71.48%</b>

\*As per the records of the Holding Company, including the register of members. The above details are certified by the Registrar and Share Transfer Agents.

The Holding Company's Board of Directors, at its meeting held on May 27, 2023 have recommended a payment of final dividend of ₹ 1.00 (One Rupee Only) per equity shares of the face value of ₹ 10 each i.e 10% of the face value of equity share amounting to ₹ 254.03 Lakhs, subject to the approval of shareholder at their ensuing Annual General Meetings (AGM), hence not recognized as a liability, for the financial period ended at March 31, 2023. The Holding Company's Board of Directors has not declared any interim dividend during the reporting period. (Refer "Note No. 47").

## d) Shares held by the promoters as defined in the Companies Act, 2013 at the end of period

	31.03.2023		31.03.2022		% of Changes during the period
Name of Promoters	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding	
<u>Equity Shares of ₹ 10 Each Fully Paid Up</u>					
Master Vivaan Bhandari	14.59	5.74%	14.59	5.74%	0.00%
Mayank Fastners Private Limited	47.84	18.83%	47.84	18.83%	0.00%
Ms. Rohini Bhandari	2.24	0.88%	2.24	0.88%	0.00%
Rohini Horticulture Private Limited	1.24	0.49%	1.24	0.49%	0.00%



Shri Arun Bhandari	69.59	27.40%	69.59	27.40%	0.00%
Shri Mayank Bhandari	5.65	2.23%	5.65	2.23%	0.00%
Smt. Sakshi Bhandari	3.91	1.54%	3.91	1.54%	0.00%
Smt. Saroj Bhandari	32.56	12.81%	32.56	12.81%	0.00%
Star Circlips and Engineerings Limited	11.58	4.56%	11.58	4.56%	0.00%
<b>Total Nos. of Shares</b>	<b>189.21</b>	<b>74.47%</b>	<b>189.21</b>	<b>74.47%</b>	

**15 Other Equity**

	Reserves and Surplus		Retained Earning	Item of OCI		Total Other Equity
	Capital Reserve	Securities Premium		Equity Instruments through OCI	Remeasurement of Defined Benefits Plan	
<b>Balance as at April 01, 2021 (A)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>11,593.99</b>	<b>(81.40)</b>	<b>14.33</b>	<b>18,356.73</b>
<b><u>Addition during the reporting period</u></b>						
Net Profit / (Loss) during the reporting period	-	-	2,898.60	-	-	<b>2,898.60</b>
Addition during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
<b><u>Items of the Other Comprehensive Income for the period (Net of taxes)</u></b>						
Remeasurement of benefit of defined benefits plan (Net)	-	-	-	-	(3.34)	<b>(3.34)</b>
Net fair value gain on investments in equity instruments through OCI	-	-	-	257.96	-	<b>257.96</b>
<b>Total Comprehensive Income for the year 2021 - 2022 (B)</b>	<b>-</b>	<b>-</b>	<b>2,898.60</b>	<b>257.96</b>	<b>(3.34)</b>	<b>3,153.22</b>
<b><u>Reduction during the reporting period</u></b>						
Final dividend	-	-	254.03	-	-	<b>254.03</b>
<b>Total reductions during the reporting period (C)</b>	<b>-</b>	<b>-</b>	<b>254.03</b>	<b>-</b>	<b>-</b>	<b>254.03</b>
<b>Balan ce as at March 31, 2022 (D) = (A + B - C)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>14,238.57</b>	<b>176.56</b>	<b>10.99</b>	<b>21,255.93</b>

	Reserves and Surplus			Item of OCI		Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	Remeasurement of Defined Benefits Plan	
<b>Balance as at April 01, 2022 (A)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>14,238.57</b>	<b>176.56</b>	<b>10.99</b>	<b>21,255.93</b>
<b><u>Addition during the reporting period</u></b>						
Net Profit / (Loss) during the reporting period	-	-	2,132.07	-	-	<b>2,132.07</b>
Adjustment with respect to the associates share*	-	-	249.10	-	-	<b>249.10</b>
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
<b><u>Items of the Other Comprehensive Income for the period (Net of taxes)</u></b>						
Remeasurement of benefit of defined benefits plan (Net)	-	-	-	-	(21.97)	<b>(21.97)</b>
Net fair value gain on investments in equity instruments through OCI	-	-	-	(187.69)	-	<b>(187.69)</b>
<b>Total Comprehensive Income for the year 2022 - 2023 (B)</b>	<b>-</b>	<b>-</b>	<b>2,381.17</b>	<b>(187.69)</b>	<b>(21.97)</b>	<b>2,171.51</b>
<b><u>Reduction during the reporting period</u></b>						
Final dividend	-	-	254.03	-	-	<b>254.03</b>
<b>Total reductions during the reporting period (C)</b>	<b>-</b>	<b>-</b>	<b>254.03</b>	<b>-</b>	<b>-</b>	<b>254.03</b>
<b>Balance as at March 31, 2023 (D) = (A + B - C)</b>	<b>40.32</b>	<b>6,789.49</b>	<b>16,365.71</b>	<b>(11.13)</b>	<b>(10.98)</b>	<b>23,173.41</b>

\* Refer "Note No. 40" for further reference.

#### Description of Nature and Purpose of the Reserves

- Capital Reserve:** Capital reserve was created on the capital incentive received from sales tax department for the purpose of setting up the manufacturing plants. The Incentive has attached certain terms and conditions, non-compliance of those terms and conditions would render the forfeiture of the incentive.
- Securities Premium:** Securities premium account is used to record the premium on issue of equity share. These reserve is mainly utilized in accordance with the provisions of the Companies Act, 2013.
- Remeasurement of Defined Benefits Plan:** This represents the cumulative gains and losses arising on the remeasurements of the defined benefits plan in accordance with the Ind AS 19 that have been recognised in Other Comprehensive Income.
- Equity Instruments through Other Comprehensive Income:** This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off.
- Retained Earnings:** Retained earning reserves represents the undistributed accumulated earnings of the Company as on the date of consolidated financial statements.

## 16 Borrowings (₹ in Lakhs)

	31.03.2023	31.03.2022
<b><u>Non - Current</u></b>		
<b><u>Secured</u></b>		
From Banks and Financial Institutions	635.83	654.00
<b>Total...(₹)(A)</b>	<b>635.83</b>	<b>654.00</b>
<b><u>Unsecured</u></b>		
From Related Parties	30.00	30.00
<b>Total...(₹)(B)</b>	<b>30.00</b>	<b>30.00</b>
<b>Total...(₹)(A + B)</b>	<b>665.83</b>	<b>684.00</b>

## Nature of Securities and Terms of Repayments

- a) Term Loan from Axis Bank Limited are secured by the first pari-passu by way of extension of hypothecation charge on equitable mortgage on factory land and building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Distt. Bhandara and are further secured by way of equitable mortgage on land and building situated at Survey No. 1016, Mouza and Grampanchayat Neeri, PC No. 21, Mohadi, Distt. Bhandara and also further secured by way of Plot No. B - 28, Industrial Area, MIDC, Behind Mahindra and Mahindra, Hingna Road, Nagpur (M.H.) - 440016.
- b) Term Loan from Axis Bank Limited are obtained to meet the liquidity mismatch arising out of the COVID - 19 and the same has to be repaid on Monthly installments commencing from March 2024, and has to be repaid full on or before March 2027.
- c) Term Loan from related parties are unsecured and are repayable on demand basis.

## 17 Long Term Financial Liabilities

(₹ in Lakhs)

	31.03.2023	31.03.2022
Others		
Retention Money relating to Capital Expenditures	23.86	42.72
<b>Total...(₹)</b>	<b>23.86</b>	<b>42.72</b>

## 18. Long Term Provisions (₹ in Lakhs)

	31.03.2023	31.03.2022
<b><u>Provision for Employee Benefits*</u></b>		
Gratuity (Unfunded)	198.71	213.51
Leave Encashment (Unfunded)	47.71	42.79
<b>Total...(₹)</b>	<b>246.42</b>	<b>256.31</b>

## 19. Income Taxes

A The major components of income tax expenses during the year are as under:

(₹ in Lakhs)

S. No.	Particulars	31.03.2023	31.03.2022
i)	<b>Income tax recognized in the Statement of Profit and Loss</b>		
	<b><u>Current tax</u></b>		
	In respect of current year	335.55	650.77
	Adjustment in respect of previous year	5.19	(5.82)
	Deferred Tax		
	In respect of current year	262.61	161.19
	<b>Income tax expenses recognized in the Statement of Profit and Loss</b>	<b>603.35</b>	<b>806.14</b>
ii)	<b>Income Tax recognized in the Other Comprehensive Income</b>		
	<b><u>Deferred tax</u></b>		
	On account of remeasurement of defined benefits plan	(6.11)	3.51
	On account of fair valuation of equity instruments	0.01	-
	<b>Income tax expenses recognized in the Other Comprehensive Income</b>	<b>(6.11)</b>	<b>3.51</b>

**B Reconciliation of Tax Expenses and the Accounting Profit for the year is as under: (₹ in Lakhs)**

S.No.	Particulars	31.03.2023	31.03.2022
1	<b>Net Profit / (Loss) Before Tax</b>	<b>2,453.47</b>	<b>3,244.83</b>
2	Income tax rate	25.168%	25.168%
3	<b>Income tax expenses calculated on above</b>	<b>617.49</b>	<b>816.66</b>
4	Tax effect on non-deductible expenses	14.87	13.79
5	Tax effect on difference in carrying value and tax base of land	(9.86)	(13.42)
6	Others	(24.33)	(5.07)
7	<b>Total</b>	<b>598.16</b>	<b>811.96</b>
8	Adjustment in respect of current income tax of previous year	5.19	(5.82)
9	<b>Tax expenses as per Statement of Profit and Loss</b>	<b>603.35</b>	<b>806.14</b>

The tax rate used for reconciliation above is Corporate Tax rate at the rate 25.168% (Prev Year 25.168%) payable by the Corporate Entities on taxable profits under Indian Tax Laws.

**C The major components of Deferred Tax Liabilities / (Assets) arising on account of timing differences as follows As At March 31, 2023 (₹ in Lakhs)**

S.No.	Particulars	Balance Sheet 01.04.2022	Profit and Loss 2022 - 2023	OCI 2022 - 2023	Balance Sheet 31.03.2023
1	Difference between written down value / Capital work-in-progress on Property, Plants and Equipments as per books of accounts and Income Tax Act, 1961	835.97	213.13	-	1,049.09
2	Allowance for unsecured doubtful debts and advances	(89.70)	53.08	-	(36.62)
3	Provision for expenses allowed for tax purpose on payment basis	(100.34)	6.27	-	(94.07)
4	Difference in carrying value and tax base of land	(57.55)	(9.86)	-	(67.41)
5	Remeasurements of defined benefits plan through Other Comprehensive Income	10.34	-	(6.11)	4.23
6	Fair valuation of equity instruments through Other Comprehensive Income	-	-	0.01	0.01
7	<b>Deferred Tax Expenses / (Benefits)</b>		<b>262.61</b>	<b>(6.11)</b>	
8	<b>Net Deferred Tax Liabilities / (Assets)</b>	<b>598.73</b>			<b>855.23</b>

**As At March 31, 2022 (₹ in Lakhs)**

S.No.	Particulars	Balance Sheet 01.04.2021	Profit and Loss 2021 - 2022	OCI 2021 - 2022	Balance Sheet 31.03.2022
1	Difference between written down value / Capital work-in-progress on Property, Plants and Equipments as per books of accounts and Income Tax Act, 1961	636.05	199.92	-	835.97
2	Allowance for unsecured doubtful debts and advances	(74.31)	(15.39)	-	(89.70)
3	Provision for expenses allowed for tax purpose on payment basis	(90.41)	(9.93)	-	(100.34)
4	Difference in carrying value and tax base of land	(44.13)	(13.42)	-	(57.55)
5	Remeasurements of defined benefits plan through Other Comprehensive Income	6.83	-	3.51	10.34
6	<b>Deferred Tax Expenses / (Benefits)</b>		<b>161.19</b>	<b>3.51</b>	
7	<b>Net Deferred Tax Liabilities / (Assets)</b>	<b>434.03</b>			<b>598.73</b>

**20 Other Non - Current Liabilities (₹ in Lakhs)**

	31.03.2023	31.03.2022
<b>Others</b>		
Deferred revenue income arising from grants and subsidies	146.49	112.01
<b>Total...(₹)</b>	<b>146.49</b>	<b>112.01</b>

**21 Short -Term Borrowings****(₹ in Lakhs)**

	31.03.2023	31.03.2022
<b>Current</b>		
<u>Secured</u>		
<u>Loans Repayable on Demand</u>		
From Banks and Financial Institutions		
Foreign Currency Loan	930.59	857.51
Indian Currency Loan	4,141.72	3,673.46
<b>Total...(₹)(A)</b>	<b>5,072.31</b>	<b>4,530.97</b>
<b>Current Maturities</b>		
<u>Secured (Term Loans)</u>		
Indian Currency Loan	18.17	-
<b>Total...(₹)(B)</b>	<b>18.17</b>	<b>-</b>
<b>Total...(₹)(A + B)</b>	<b>5,090.48</b>	<b>4,530.97</b>

**Nature of Securities**

- Working Capital Loan from the Axis Bank Limited are secured by first charge on the hypothecation of entire inventories, book debts, receivables and other current assets with the Holding Company presently held and held in the near future and are further secured by way of equitable mortgage at the Factory Land and Building situated at Plot No. B - 28, Industrial Area, MIDC, Hingna Road, Behind Mahindra and Mahindra, Nagpur and are further secured by way of equitable mortgage Factory Land and Building situated at 1016, Mouza and Grampanchayat Neeri, Mohadi, Bhandara and are further secured by way of equitable mortgage of Land and Building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Bhandara. These credit facilities are also further secured by irrevocable personal guarantees of two of the Directors, Shri Arun Bhandari and Shri Lalit Bhandari.
- Working Capital Loan from the ICICI Bank Limited are secured by first pari-passu charge on the hypothecation of entire inventories, book debts, receivables and other current assets with the Holding Company presently held and held in the near future and are further secured by way of equitable mortgage at the Factory Land and Building situated at Plot No. B - 28, Industrial Area, MIDC, Hingna Road, Behind Mahindra and Mahindra, Nagpur and are further secured by way of equitable mortgage Factory Land and Building situated at 1016, Mouza and Grampanchayat Neeri, Mohadi, Bhandara and are further secured by way of equitable mortgage of Land and Building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Bhandara. These credit facilities are also further secured by irrevocable personal guarantees of two of the Directors, Shri Arun Bhandari and Shri Lalit Bhandari.
- Working Capital Loan from the CITI Bank are secured by first pari-passu charge on the hypothecation of entire inventories, book debts, receivables and other current assets with the Holding Company presently held and held in the near future and are further secured by way of equitable mortgage at the Factory Land and Building situated at Plot No. B - 28, Industrial Area, MIDC, Hingna Road, Behind Mahindra and Mahindra, Nagpur and are further secured by way of equitable mortgage Factory Land and Building situated at 1016, Mouza and Grampanchayat Neeri, Mohadi, Bhandara and are further secured by way of equitable mortgage of Land and Building situated at Survey No. 43, 55/1, 56/1 and 56/2, Mouza Maregaon, Bhandara. These credit facilities are further secured by way of demand promissory note of ₹ 2,500 Lakhs. These credit facilities are also further secured by irrevocable personal guarantees of two of the Directors, Shri Arun Bhandari and Shri Lalit Bhandari. **22 Trade Payables Act 2006**). The disclosure pursuant to the said MSMED Act, 2006 are as follows:

## 22 Trade Payables\*

(₹ in Lakhs)

	31.03.2023	31.03.2022
<b>Trade Payables (Including Acceptance)**</b>		
Due to Micro and Small Enterprises***	11.95	74.96
Due to Others <sup>#</sup>	1,748.46	2,059.27
<b>Total...(₹)</b>	<b>1,760.41</b>	<b>2,134.23</b>

\* Refer "Note No. 39" for aging analysis of Trade Payables.

\*\* Acceptance include the arrangements where operational suppliers of goods and services are initially paid by the Banks and Financial Institutions, while Holding Company continues to recognize the liabilities till the settlement with the Banks and Financial Institutions, which are normally effected within a period of 90 days amounting to ` NIL (Prev Year ` 275.46 Lakhs).

\*\*\* The Holding Company has certain dues to the suppliers of Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). The disclosure pursuant to the said MSMED Act, 2006 are as follows:

	31.03.2023	31.03.2022
<b>Principal amount due to the suppliers registered under the MSMED Act, 2006 and remaining amount unpaid at the end of the reporting period</b>	<b>11.95</b>	<b>74.96</b>
Interest due to the suppliers registered under the MSMED Act, 2006 and remaining unpaid at the end of the period	-	-
Principal amount paid to the suppliers registered under the MSMED Act, 2006 beyond the stipulated day during the period	-	-
Interest paid, under Section 16 of MSMED Act, 2006 to the suppliers registered under the Act, beyond the "Appointed Day" during the period	-	-
Interest due or payable towards the suppliers registered under the MSMED Act, 2006 for the payments already made	-	-
Further interest remaining due and payable for the earlier period	-	-

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the Auditors.

<sup>#</sup> Refer "Note No. 36B" for the information of credit risk and market risk for Trade Payables.

## 23 Other Financial Liabilities

(₹ in Lakhs)

	31.03.2023	31.03.2022
<b>Investor Education and Protection Fund*</b>		
Unclaimed / Unpaid Dividend	1.44	0.52
<b>Total...(₹)(A)</b>	<b>1.44</b>	<b>0.52</b>
<b>Others</b>		
Capital Creditors	359.85	181.44
Interest Accrued but not yet due	2.89	1.22
Liabilities for Expenses	160.16	169.26
Liabilities towards Services	303.39	497.34
Payable towards Employees	123.46	123.50
<b>Total...(₹)(B)</b>	<b>949.75</b>	<b>972.76</b>
<b>Total...(₹)(A + B)</b>	<b>951.19</b>	<b>973.29</b>

\* As at March 31, 2023 and March 31, 2022, there were no amount due and outstanding to be transferred to "Investor Education and Protection Fund" by the Holding Company under section 125 of the Companies Act, 2013. Unclaimed dividend, if any, shall be transferred to Investor Education and Protection Fund as and when they become due.



## 24 Other Current Liabilities

(₹ in Lakhs)

	31.03.2023	31.03.2022
<b><u>Others</u></b>		
Advance received from Customer's	178.05	202.77
Payable towards Direct Tax	28.30	21.09
Payable towards Indirect Tax	27.50	27.36
<b>Total...(₹)</b>	<b>233.84</b>	<b>251.22</b>

## 25 Short -Term Provisions

(₹ in Lakhs)

	31.03.2023	31.03.2022
<b><u>Provision for Employee Benefits*</u></b>		
Gratuity (Unfunded)	94.11	86.94
Leave Encashment (Unfunded)	16.46	14.34
<b>Total...(₹)</b>	<b>110.57</b>	<b>101.28</b>

## 26 Current Tax Liabilities (Net)

(₹ in Lakhs)

	31.03.2023	31.03.2022
<b><u>Provision for Income Tax (Net)</u></b>		
Provision for Income Tax	-	650.77
<u>Less: Advance Income Tax</u>	-	575.00
<u>Less: Tax Deducted at Source Receivables</u>	-	27.58
<u>Less: Tax Collected at Source Receivables</u>	-	15.82
<b>Total</b>	<b>-</b>	<b>32.37</b>

## 27 Revenue from Operations

(₹ in Lakhs)

	2022 - 2023	2021 - 2022
<b><u>Revenue from Operations</u></b>		
<b><u>Sale of Products*</u></b>		
Domestic Market	52,028.45	43,957.87
Export Market	1,482.95	516.78
Trading Sales	29.83	42.90
<b><u>Total Sale of Products...(₹)(A)</u></b>	<b>53,541.23</b>	<b>44,517.55</b>
<b><u>Sale of Services*</u></b>		
Job Work Receipts	252.32	297.36
<b><u>Total Sale of Services...(₹)(B)</u></b>	<b>252.32</b>	<b>297.36</b>
<b><u>Other Operating Revenue</u></b>		
Duty Draw Back Entitlements	17.04	5.68
RoDETP	18.44	5.41
<b><u>Total Other Operating Revenue...(₹)(C)</u></b>	<b>35.48</b>	<b>11.09</b>
<b>Total...(₹)(A + B + C)</b>	<b>53,829.03</b>	<b>44,826.01</b>

	2022 - 2023	2021 - 2022
<b><u>Timing of Revenue Recognition</u></b>		
Goods transferred at a point in time	53,541.23	44,517.55
Services transferred over the time	252.32	297.36
<b>Total revenue from contract with customers</b>	<b>53,793.55</b>	<b>44,814.91</b>
<u>Add: Export Incentives</u>	35.48	11.09
<b>Total Revenue from Operations...(₹)</b>	<b>53,829.03</b>	<b>44,826.01</b>

	2022 - 2023	2021 - 2022
<b><u>Disaggregation of revenue based on products and services</u></b>		
Aluminium Powder and Paste	38,243.79	34,659.34
Aluminium Foils	11,275.16	8,041.71
Aluminium Conductors	4,043.29	1,868.23
Others	231.31	245.63
<b>Total Revenue from Operations...(₹)</b>	<b>53,793.55</b>	<b>44,814.91</b>

	2022 - 2023	2021 - 2022
<b><u>Disaggregation by locations of customers</u></b>		
In India	52,310.60	44,298.13
Outside India	1,482.95	516.78
<b>Total revenue from contract with customers</b>	<b>53,793.55</b>	<b>44,814.91</b>
<u>Add:</u> Export Incentives	35.48	11.09
<b>Total Revenue from Operations...(₹)</b>	<b>53,829.03</b>	<b>44,826.01</b>

	2022 - 2023	2021 - 2022
<b><u>Reconciliation of Revenue recognized in the Statement of Profit and Loss with Contracted Price</u></b>		
Revenue as per Contracted Price	54,059.40	45,035.38
<u>Less:</u> Rebates, discounts and other deductions	265.85	220.47
<b>Total revenue from contract with customers</b>	<b>53,793.55</b>	<b>44,814.91</b>
<u>Add:</u> Export Incentives	35.48	11.09
<b>Total Revenue from Operations...(₹)</b>	<b>53,829.03</b>	<b>44,826.01</b>

**Performance Obligations**

**Sales of Product:** Performance obligation in respect of sales of goods is satisfied when the controls of the goods is transferred to the customer, generally on delivery of the goods and payment is generally due as per the terms of contract with customers.

**Sales of Services:** Performance obligation in respect of sales of service is satisfied over a period of time and the acceptance of the customers. In respect of these services, payment is generally due upon the completion of services and acceptance from the customers.

The Holding Company does not have any remaining performance obligation as contracts entered for sales of goods and sales of service are for a shorter duration.

\* The Holding Company collects the Goods and Service Tax (GST) on behalf of the Government, hence the GST is not included in Revenue from Operations.

28 Other Income	(₹ in Lakhs)	
	2022 - 2023	2021 - 2022
Interest Income		
On Other Financial Assets carried at Amortized Costs	4.62	7.52
On Other Assets	9.27	18.88
<b>Total Interest Income...(₹)(A)</b>	<b>13.89</b>	<b>26.40</b>
<b><u>Other Non - Operating Revenues</u></b>		
Dividend Income*	0.01	-
Misc. Income	0.57	0.32
Rental Income	15.00	13.00
<b>Subsidy or Grant (Deferred)</b>	<b>7.32</b>	<b>6.15</b>

Surplus on disposal of Property, Plants and Equipments	6.52	-
Sundry Balances Written Off	15.63	1.00
<b>Total Non - Operating Income...(₹)(B)</b>	<b>45.05</b>	<b>20.47</b>
<b>Total...(₹)(A + B)</b>	<b>58.94</b>	<b>46.86</b>

\* Related to the investments held at the end of reporting period.

## 29 Cost of Materials Consumed (₹ in Lakhs)

	2022 - 2023	2021 - 2022
<b><u>Consumption of Raw Materials</u></b>		
Stock at the beginning of the Reporting Period	2,537.89	742.61
Add: Purchases made during the period	42,393.88	35,715.34
Add: Direct Expenses made during the period	273.83	263.69
Less: Stock at the end of the Reporting Period	1,861.67	2,537.89
<b>Consumption of Raw Materials...(₹)(A)</b>	<b>43,343.94</b>	<b>34,183.75</b>
<b><u>Consumption of Packing Materials</u></b>		
Stock at the beginning of the Reporting Period	152.18	106.05
Add: Purchases made during the period	1,133.37	950.41
Add: Direct Expenses made during the period	8.69	6.26
Less: Stock at the end of the Reporting Period	170.03	152.18
<b>Consumption of Packing Materials...(₹)(B)</b>	<b>1,124.22</b>	<b>910.55</b>
<b>Total Consumption of Materials...(₹)(A + B)</b>	<b>44,468.16</b>	<b>35,094.30</b>

## 30 Changes in Inventories of Finished Goods, Work-in-Progress and Trading Stock (₹ in Lakhs)

	2022 - 2023	2021 - 2022
<b><u>Stock at the beginning of the Reporting Period</u></b>		
Finished Goods	1,641.23	1,404.78
Work-in-Progress	2,966.52	2,372.64
Trading Stock	4.85	2.03
	<b>4,612.60</b>	<b>3,779.45</b>
<b><u>Stock at the end of the Reporting Period</u></b>		
Finished Goods	2,512.49	1,641.23
Work-in-Progress	3,713.33	2,966.52
Trading Stock	3.64	4.85
	<b>6,229.45</b>	<b>4,612.60</b>
<b>(Increase) / Decrease in Inventories...(₹)</b>	<b>(1,616.84)</b>	<b>(833.15)</b>

## 31 Employee Benefit Expenses\* (₹ in Lakhs)

	2022 - 2023	2021 - 2022
<b><u>Employee Benefits Expense</u></b>		
Salary, Wages, Incentives and Managerial Remuneration	3,208.58	2,817.31
<b>Contributions to:</b>		
Provident Fund	120.18	112.84
Other Funds	4.50	2.72
Bonus	65.34	56.40
Staff Welfare Expenses	78.48	36.21
<b>Total...(₹)</b>	<b>3,477.08</b>	<b>3,025.48</b>

\* Refer "Note No. 42" for further references.

**32 Finance Costs (₹ in Lakhs)**

	2022 - 2023	2021 - 2022
<b><u>Interest on Financial Liabilities carried at Amortized Cost</u></b>		
On Bank Borrowings	404.10	303.17
On Bill Discounting	-	2.98
Interest to Others	7.24	3.30
Other Interest Expenses	35.10	53.76
<b>Total...(₹)</b>	<b>446.44</b>	<b>363.22</b>

**33 Depreciation and Amortization Expenses (₹ in Lakhs)**

	2022 - 2023	2021 - 2022
<b><u>Depreciation and Amortization Expenses</u></b>		
Depreciation Expenses	658.02	605.52
Amortization Expenses	27.17	26.78
<b>Total...(₹)</b>	<b>685.19</b>	<b>632.30</b>

**34 Other Expenses (₹ in Lakhs)**

	2022 - 2023	2021 - 2022
<b><u>Others</u></b>		
Consumption of Stores, Spares and Consumables	540.83	472.41
Consumption of Power and Fuel	2,261.83	1,805.64
Administrative and Other Expenses	71.62	104.58
Conveyance and Travelling Expenses	114.69	84.09
Corporate Social Responsibility Expenses	59.07	54.78
Director Sitting Fees	5.90	2.13
Exchange Rate Difference (Net)	49.90	24.27
Insurance Charges	43.39	43.13
Legal Fees	173.67	183.83
Licence Fees	2.07	0.50
Loss on Disposal of Property, Plants and Equipements	-	1.03
Payments to the Auditor (Refer Note No. 34.1)	1.80	1.55
Provision for Unsecured Doubtful Debts and Advance	48.05	61.13
Rent, Rates and Taxes	65.17	48.58
Repair and Maintenance Expenses		
For Plant and Machineries	52.02	45.12
For Building	40.62	50.46
For Others	18.10	10.53
Security Charges	77.93	65.87
Selling and Distribution Expenses	310.30	235.46
Telephone and Mobile Expenses	16.60	15.15
<b>Total...(₹)</b>	<b>3,953.54</b>	<b>3,310.25</b>

## 34.1 Payments to the Auditor

(₹ in Lakhs)

	2022 - 2023	2021 - 2022
As Auditor's:		
Audit Fees	1.50	1.25
Tax Audit Fees	0.30	0.30
Total...(₹)	1.80	1.55

## 35 Category Wise Classification of Financial Instruments

(₹ in Lakhs)

	Note	31.03.2023	31.03.2022
<b><u>Financial Assets</u></b>			
<b><u>Non-Current</u></b>			
<b><u>Financial assets measured at fair value through profit and loss (FVTPL)</u></b>			
Investment in Quoted Mutual Funds		-	-
Investment in Unquoted Mutual Funds		-	-
<b>Total...(₹)(A)</b>		-	-
<b><u>Financial assets measured at fair value through other comprehensive income (FVTOCI)</u></b>			
Investment in Quoted Equity Shares	5	0.38	-
Investment in Quoted Debentures or Bonds		-	-
<b>Total...(₹)(B)</b>		<b>0.38</b>	-
<b><u>Financial assets measured at amortized costs</u></b>			
Investment in Unquoted Equity Instruments	5	3,224.65	2,885.11
Security Deposits	6	159.29	156.42
Term Deposits with more than twelve months of Original Maturity	6	12.71	16.15
Other Receivables	6	595.57	660.38
<b>Total...(₹)(C)</b>		<b>3,992.23</b>	<b>3,718.05</b>
<b>Total...(₹)(A + B + C)</b>		<b>3,992.61</b>	<b>3,718.05</b>

(₹ in Lakhs)

	Note	31.03.2023	31.03.2022
<b><u>Financial Assets</u></b>			
<b><u>Current</u></b>			
<b><u>Financial assets measured at fair value through profit and loss (FVTPL)</u></b>			
Investment in Quoted Mutual Funds		-	-
Investment in Unquoted Mutual Funds		-	-
<b>Total...(₹)(A)</b>		-	-
<b><u>Financial assets measured at fair value through other comprehensive income (FVTOCI)</u></b>			
Investment in Quoted Equity Shares		-	-
Investment in Quoted Debentures or Bonds		-	-
<b>Total...(₹)(B)</b>		-	-

(₹ in Lakhs)

<b>Financial assets measured at amortized costs</b>			
Trade Receivables	10	4,457.01	5,179.44
Cash and Cash Equivalents	11A	203.03	22.38
Other Balances with Banks	11B	1.44	0.52
Interest Receivables	12	6.57	0.14
In Term Deposits (Held as Margin Money with Banks against Bank Guarantee and Commission)	12	40.16	104.06
<b>Total...(₹)(C)</b>		<b>4,708.20</b>	<b>5,306.55</b>
<b>Total...(₹)(A + B + C)</b>		<b>4,708.20</b>	<b>5,306.55</b>

(₹ in Lakhs)

	Note	31.03.2023	31.03.2022
<b>Financial Liabilities</b>			
<b>Non-Current</b>			
<b>Financial liabilities measured at amortized costs</b>			
Borrowings from Banks and Financial Institutions	16	635.83	654.00
Inter - Corporate and Related Parties Loans	16	30.00	30.00
Retention Money related to Capital Expenditure	17	23.86	42.72
<b>Total...(₹)</b>		<b>689.69</b>	<b>726.72</b>

(₹ in Lakhs)

	Note	31.03.2023	31.03.2022
<b>Financial Liabilities</b>			
<b>Current</b>			
<b>Financial liabilities measured at amortized costs</b>			
Working Capital Loans from Bank (Secured)	21	5,072.31	4,530.97
Current Maturities of Term Loans	21	18.17	-
Trade Payables	22	1,760.41	2,134.23
Unpaid Dividend	23	1.44	0.52
Capital Creditors	23	359.85	181.44
Interest Accrued but not yet due	23	2.89	1.22
Liabilities for Expenses	23	160.16	169.26
Liabilities towards Services	23	303.39	497.34
Payable towards Employees	23	123.46	123.50
<b>Total...(₹)</b>		<b>7,802.08</b>	<b>7,638.49</b>

Note No. – 36A” – Fair Value Measurements

i) i) Financial Instruments measured at Fair Value through Other Comprehensive Income (₹ in Lakhs)

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2023	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment in Quoted Equity Instruments	₹ 00.38	₹ 00.38	--	--



(₹ in Lakhs)

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2023	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment in Quoted Equity Instruments	--	--	--	--

The Holding Company does not holds quoted or unquoted debentures or bonds, which are being measured at Fair Value through Other Comprehensive Income (FVTOCI), so the reporting under the “Ind AS - 109, Fair Value” is not applicable to the Holding Company for all the reporting periods presented in the consolidated financial statements

**ii) Financial Instruments measured at Fair Value through Profit or Loss**

The Holding Company neither holds any unquoted equity shares (other than investments in associates, which are being measured at amortized costs) nor holds foreign currency forward exchange contracts nor holds quoted mutual funds, which are being measured at Fair Value through Profit and Loss (FVTPL), so the reporting under the “Ind AS - 109, Fair Value” is not applicable to the Holding Company for all the reporting periods presented in the consolidated financial statements.

The Holding Company has not any financial liabilities which are being measured at Fair Value through Profit or Loss (FVTPL), so the reporting under the “Ind AS - 109, Fair Value” is not applicable to the Holding Company in respect of all the reporting periods presented in consolidated financial statements.

**iii) Financial Instruments measured at Amortized Costs**

The carrying amount of financial assets and financial liabilities measured at amortized costs in the consolidated financial statements are a reasonable approximation of the fair value since the Holding Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

**“Note No. – 36B” – Financial Risk Management – Objectives and Policies**

The Holding Company’s financial liabilities mainly comprise the borrowings in foreign as well as Indian currency, retention money, trade and other payables. The main purpose of these financial liabilities is to finance the Holding Company’s business operations and to provide guarantees to support its operations. The Holding Company’s principal financial assets mainly comprise of investments, security deposits, cash and cash equivalents, other balances with banks, trade and other receivables that derive directly from its business operations.

The Holding Company is exposed to the Market Risk, Credit Risk and Liquidity Risk from its financial instruments. The Holding Company’s Board of Directors (“the Board”) oversees the management of these financial risks. The risk management policy of the Holding Company formulated by the Holding Company’s management and approved by the Holding Company’s Board of Director’s, which states the Holding Company’s approached to address uncertainties in its endeavor to achieve its stated and implicit objectives. It prescribes the roles and responsibilities and the Holding Company’s managements, the structure for managing the risk and the framework for risk management. The framework seeks to identify, assess and mitigate the financial risks in order to minimize the potential adverse effect on the Holding Company’s financial performance. The Board has taken necessary actions to mitigate the risks identified basis the information and situation presents.

The following disclosures summarize the Holding Company’s exposure to the financial risks and the information regarding use of derivatives employed to manage the exposures to such risks. Quantitative sensitivity analysis has been provided to reflect the impact of reasonably possible changes in market rate on financial results, cash flows and financial positions of the Holding Company

**1) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in the market prices. Market risk comprises three types of Risk: “Interest rate risk, Currency risk and Other price risk”. Financial instruments affected by the market risk includes loans and borrowings in foreign as well as domestic currency, deposits, retention money, trade and other payables and trade receivables.

**a) Interest Rate Risk**

Interest rate risk is the risk that fair value or future cash outflows of a financial instruments will fluctuate because of changes in the market interest rates. An upward movement in the interest rate would adversely affect the borrowing

costs of the Holding Company. The Holding Company is exposed to long-term and short-term borrowings. The Holding Company manages interest rate risk by monitoring, its mix of fixed and floating rate instruments and taking actions as necessary to maintain an appropriate balance. The Holding Company has not used any interest rate derivatives.

**i) Interest Rate Risk Exposure (Amount ₹ in Lakhs)**

Particulars	31.03.2023	31.03.2022
Variable Rate Borrowing	5,072.31	4,530.97
Fixed Rate Borrowing	684.00	684.00

**ii) Sensitivity Analysis**

Profit and Loss estimates to higher / lower interest rate expense from borrowings as a result of changes in interest rate.

(Amount ₹ in Lakhs)

Particulars	31.03.2023	31.03.2022
Interest Rate – Increase by 70 Basis Points	(40.29)	(36.50)
Interest Rate – Decrease by 70 Basis Points	40.29	36.50

**b) Foreign Currency Risk**

Foreign currency risk is the risk that the fair value or future cash outflows of an exposure will fluctuate due to changes in foreign exchange rates. The Holding Company operates globally, and the portion of the business is transacted in several currencies and consequently the Holding Company is exposed to foreign exchange risk through its sales in overseas and purchases from overseas suppliers in foreign currency. The foreign currency exchange rate exposure is partly balance by purchasing of the goods in the respective currencies.

The carrying amount of the Holding Company's foreign currency denominated monetary items are as follows:

(Amount ₹ in Lakhs)

Currency	Liabilities		Assets	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
USD (\$)	11.32	14.35	01.44	00.74
EURO (€)	--	--	--	00.78

The above table represents the total exposure of the Holding Company towards its foreign exchange denominated monetary items. The Holding Company has not hedged its foreign currency exposure during the reporting period and previous reporting period. The details of unhedged exposures are given as part of "Note No. 48B".

The Holding Company is mainly exposed to changes in USD (\$) and EURO (€). The below table demonstrate the sensitivity to a 5% increase or decrease in USD (\$) against INR and EURO (€) against INR, considering with all other variable remains constant. The sensitivity analysis are prepared on the net unhedged exposure of the Holding Company as at the reporting period and previous reporting period. 5% represents the management's assessment of reasonably change in foreign exchange rate.

(Amount ₹ in Lakhs)

Change in USD (\$) Rate	Effect on Profit after Tax (PAT)		Effect on Total Equity	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
-5%	40.63	51.56	40.63	51.56
+5%	(40.63)	(51.56)	(40.63)	(51.56)

(Amount ₹ in Lakhs)

Change in EURO (€) Rate	Effect on Profit after Tax (PAT)		Effect on Total Equity	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
-5%	--	(3.27)	--	(3.27)
+5%	--	3.27	--	3.27

## c) Other Price Risk

Other price risk is the risk that the fair value of a financial instruments will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in quoted equity instruments. The Holding Company is exposed to price risk arising mainly from investments in quoted equity instruments recognized at FVTOCI. As at March 31, 2023, the carrying value of such quoted equity instruments recognized at amounts FVTOCI amounts to ₹ 00.38 Lakhs (March 31, 2022 ₹ NIL). The details of such investments in equity instruments are given in "Note No. 5".

The Holding Company is mainly exposed to changes in market traded rate of its investments in quoted equity instruments recognized in other comprehensive income. A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

If the equity prices had been higher / lower by 10% from the market price existing as at March 31, 2023, Other comprehensive income (OCI) for the period ended would increase by ₹ 00.03 Lakhs (Prev Year ₹ NIL) and decrease by ₹ 00.03 Lakhs (Prev Year ₹ NIL) respectively with a corresponding increase / decrease in total equity of the Holding Company as at March 31, 2023. 10% represents the management's assessment of reasonably possible changes in equity prices.

## 2) Credit Risk

Credit Risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial losses to the Holding Company. Credit risk arises primarily from financial assets such as trade receivables, other balances with banks and other financial assets with the Holding Company.

The Holding Company has adopted a policy of only dealing with counterparties that have sufficiently high credit rating. The Holding Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

Credit risk arising from term deposits and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognized financial institutions with high credit rating assigned by the international credit rating agencies.

The average credit period on sale of products ranges from 60 to 90 days. Credit risk arising from trade receivable is managed in accordance with the Holding Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on detailed study of creditworthiness and accordingly individual credit limits are defined / modified. The concentration on credit risk is limited due to the fact that the customer base is large. There is no customer representing more than 10% of total balance of its trade receivables. For trade receivables, as a practical expedient, the Holding Company computes credit loss allowance based on provision matrix. The provision matrix is prepared on historically observed default rate over the expected life of trade receivable and is adjusted for forward-looking estimate. The provision matrix at the end of reporting period as follows:

Net Outstanding > 365 Days	Percentage of Collection to Gross Outstanding in Current Year	Credit Loss Allowances
Yes	< 25%	Yes, to the extent of lifetime expected credit losses outstanding as at reporting date.
Yes	> 25%	Yes, to the extent of lifetime expected credit losses pertaining to balances outstanding for more than one year.

Movement in Expected Credit Loss Allowance on Trade Receivables	31.03.2023	31.03.2022
Balance at the beginning of the reporting period	356.40	295.27
Add: Loss allowance measured at lifetime expected credit losses	48.05	61.13
Less: Bad Debts written off during the reporting period	258.95	--
Balance at the end of reporting period	145.50	356.40

## 3) Liquidity Risk

Liquidity risk is the risk that the Holding Company will encounter difficulty in raising the funds to meet the commitments associated with financial instruments that are settled by delivering cash or another financial assets. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Holding Company has an established liquidity risk managements framework for managing its short-term, medium-

term and long-term funding and liquidity management requirements. The Holding Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Holding Company manages the liquidity risk by maintaining adequate funds in the cash and cash equivalents. The Holding Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitment in a timely and cost-effective manner.

The Holding Company believes that its liquidity positions {As at March 31, 2023 ₹ 255.90 Lakhs (Prev Year ₹ 142.59 Lakhs), anticipated future internally generated funds from operations, and its fully available revolving undrawn credit facilities will enable it to meet its future known obligations in the ordinary course of business. However, if liquidity needs were to arise, the Holding Company believes it has access to financing arrangements, value of unencumbered assets, which should enable it to meet its ongoing capital, and other liquidity requirements.

The liquidity position of the Holding Company mentioned above, includes:

- i) Cash and Cash Equivalents as disclosed in the Cash Flows Statements
- ii) Current / Non-current term deposits as disclosed in the financial assets

The Holding Company's liquidity position monitored by the management, includes:

- i) Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met;
- ii) Maintaining rolling forecasts of the Holding Company's liquidity position on the basis of expected cash flows;
- iii) Maintaining diversified credit lines.

The table below analysis financial liabilities of the Holding Company into the relevant maturity grouping based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

(Amount in ₹ Lakhs)					
Particulars	Less than 1 Year	Between 1 to 5 Year	More than 5 Year	Total	Carrying Value
<b>As at March 31, 2023</b>					
Borrowings	5,090.48	665.83	--	5,756.31	5,756.31
Other Financial Liabilities	951.19	23.86	--	975.05	975.05
Trade Payables	1,760.41	--	--	1,760.41	1,760.41
<b>As at March 31, 2022</b>					
Borrowings	4,530.97	684.00	--	5,214.97	5,214.97
Other Financial Liabilities	973.29	42.72	--	1,016.00	1,016.00
Trade Payables	2,134.23	--	--	2,134.23	2,134.23

#### Notes – 36C – Capital Management

The Holding Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- a) Maintain the financial strength to ensure BBB+ stable ratings domestically and investment grade ratings internationally.
- b) Ensure financial flexibility and diversify the source of financing and their maturities to minimize liquidity risk while meeting its investment requirements.
- c) Ensure sufficient liquidity is available (either through cash and cash equivalents, investments or committed credit facilities) to meet the need of business.
- d) Minimize the finance costs while taking into considerations current and future industry, market and economic risks and conditions.
- e) Safeguard its ability to continue as going as a going concern.
- f) Leverage optimally in order to maximize shareholders 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.

The Board of Directors of the Holding Company has primary responsibilities to maintain a strong capital base and reduce the cost of capital through a prudent management of deployed fund and leveraging in domestic and international financial market so as to maintain investors, creditors and market confidence and to sustain future development of the business.

For the purpose of the Holding Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Holding Company. The primary objective of the Holding Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholders value.

As at March 31, 2023, the Holding Company has only one class of equity shares and has low debts. Consequent to such capital structure, there are no externally imposed capital requirements. In order to maintain or achieve an optimal capital structure, the Holding Company allocates its capital for distribution as dividend or reinvestments into business based on its long-term financial plans.

The Holding Company manages its capital on the basis of Net Debt to Equity Ratio which is Net Debt (Total Borrowings net of Cash and Cash Equivalents) divided by total equity.

(₹ in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Total Liabilities	10,084.31	9,717.12
<u>Less: Cash and Cash Equivalents</u>	203.03	22.38
<b>Net Debt (A)</b>	<b>9,881.28</b>	<b>9,694.74</b>
<b>Total Equity</b>	<b>25,713.67</b>	<b>23,796.19</b>
<b>Net Debts to Total Equity</b>	<b>0.38</b>	<b>0.41</b>

The Holding Company has complied with the covenants as per the terms and conditions of the major borrowing facilities throughout the reporting period and previous reporting period.

### 37 Capital Work-in-Progress ageing Schedule

S. No.	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2023
1	Projects-in-Progress	1,392.02	70.51	-	-	1,462.53
2	Projects temporarily suspended	-	-	-	-	-

S. No.	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2022
1	Projects-in-Progress	380.34	-	-	-	380.34
2	Projects temporarily suspended	-	-	-	-	-

There are no Capital Work-in-Progress where completion is overdue against original planned timelines or where estimated cost exceeded its original planned costs as at March 31, 2023 and March 31, 2022.

### 38 Trade Receivables ageing Schedule

S. No.	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2023
<b>Trade Receivable - Unsecured</b>								
a)	Undisputed, Considered Good	4,365.02	71.58	20.40	-	-	-	4,457.01
b)	Undisputed, Considered Doubtful	-	12.47	24.96	-	-	-	37.42
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	-	-
		<b>4,365.02</b>	<b>84.05</b>	<b>45.36</b>	-	-	-	<b>4,494.43</b>
e)	<u>Less: Allowance for Doubtful Debts</u>	-	12.47	24.96	-	-	-	37.42
	<b>Total...(₹)</b>							<b>4,457.01</b>

S. No.	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2022
<b>Trade Receivable - Unsecured</b>								
a)	Undisputed, Considered Good	5,159.23	17.03	0.66	2.52	-	-	5,179.44
b)	Undisputed, Considered Doubtful	-	36.82	-	-	-	-	36.82
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	269.39	269.39
		5,159.23	53.85	0.66	2.52	-	269.39	5,485.64
e)	Less: Allowance for Doubtful Debts	-	36.82	-	-	-	269.39	306.21
	<b>Total...(₹)</b>							5,179.44

The Holding Company does not have any unbilled dues as at March 31, 2023 and March 31, 2022.

### 39 Trade Payables ageing Schedule

S. No.	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2023
<b>Trade Payable (Including Acceptance)</b>							
a)	MSME	11.95	-	-	-	-	11.95
b)	Other than MSME	1,173.10	571.22	4.14	-	-	1,748.46
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	<b>Total...(₹)</b>	1,185.05	571.22	4.14	-	-	1,760.41
S. No.	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2022
<b>Trade Payable (Including Acceptance)</b>							
a)	MSME	74.96	-	-	-	-	74.96
b)	Other than MSME	1,262.78	793.12	3.37	-	-	2,059.27
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	<b>Total...(₹)</b>	1,337.75	793.12	3.37	-	-	2,134.23

The Holding Company does not have any unbilled dues as at March 31, 2023 and March 31, 2022.

### 40 Investment in Associate Companies

#### a) Star Circlips and Engineering Limited

The Holding Company has 26.06% interest in Star Circlips and Engineering Limited, which is involved in manufacturing of automobile spare parts such as circlips, retaining rings, shims and other metal sheet components. The Star Circlips and Engineering Limited, is private limited company that is not listed on any recognized stock exchange. The Holding Company's interest in Star Circlips and Engineering Limited is accounted for using the "Equity Method" in the consolidated financial statements. The following table illustrates the summarized financial information of the Holding Company's investment in Star Circlips and Engineering Limited:



(Amount ₹ in Lakhs)

S. No.	Particulars	31.03.2023	31.03.2022
		₹	₹
1	Current Assets	9,053.21	10,339.57
2	Non - Current Assets	6,088.18	6,715.59
3	Current Liabilities	2,123.62	3,491.07
4	Non - Current Liabilities	2,257.30	3,220.36
5	<b>Equity</b>	<b>10,760.47</b>	<b>10,343.74</b>
6	<b>Proportion of the Group's ownership interest</b>	<b>26.06%</b>	<b>26.06%</b>
7	<b>Carrying amount of the Group's interest*</b>	<b>2,804.45</b>	<b>2,695.58</b>

(Amount ₹ in Lakhs)

S. No.	Particulars	2022 - 2023	2021 - 2022
		₹	₹
1	Total Revenue	14,664.71	14,994.98
2	Cost of Material Consumed	6,987.22	7,636.97
3	Changes in Inventories	(113.62)	(755.26)
4	Employee Benefits Expense	3,128.18	2,825.17
5	Finance Costs	179.17	141.11
6	Depreciation and Amortization Expenses	924.48	770.90
7	Other Expenses	1,851.90	2,008.99
8	<b>Profit Before Tax (PBT)</b>	<b>1,707.38</b>	<b>2,367.10</b>
9	Income Tax Expenses	555.69	716.90
10	<b>Profit for the period ended</b>	<b>1,151.69</b>	<b>1,650.20</b>
11	<b>The Group's share of profit for the period</b>	<b>300.16</b>	<b>430.04</b>
12	<b>The Group's share of OCI for the period</b>	<b>(191.55)</b>	<b>244.05</b>
13	<b>The Group's total comprehensive income for the period</b>	<b>108.61</b>	<b>674.10</b>

During the reporting period and previous reporting period, Star Circlips and Engineering Limited has reported ₹ NIL (Prev Year ₹ NIL) towards Contingent Liabilities and ₹ NIL (Prev Year ₹ NIL) towards the Capital Commitments.

**b) Toyal MMP India Private Limited**

The Holding Company has 26.00% interest in Toyal MMP India Private Limited, which is involved in manufacturing and selling and distribution of Aluminium Powder and Paste. The Toyal MMP India Private Limited, is private limited company that is not listed on any recognized stock exchange. The Holding Company's interest in Toyal MMP India Private Limited is accounted for using the "Equity Method" in the consolidated financial statements. The following table illustrates the summarized financial information of the Holding Company's investment in Toyal MMP India Private Limited:

(Amount ₹ in Lakhs)

S. No.	Particulars	31.03.2023	31.03.2022
		₹	₹
1	Current Assets	2,633.37	2,765.40
2	Non - Current Assets	4,200.25	4,408.48
3	Current Liabilities	2,402.04	2,663.51
4	Non - Current Liabilities	2,815.44	2,824.34
5	<b>Equity</b>	<b>1,616.15</b>	<b>1,686.03</b>

6	Proportion of the Group's ownership interest	26.00%	26.00%
7	Carrying amount of the Group's interest*	420.20	438.37

(Amount ₹ in Lakhs)

S. No.	Particulars	2022 - 2023	2021 - 2022
		₹	₹
1	Total Revenue	5,441.68	5,871.51
2	Cost of Material Consumed	4,397.41	4,588.39
3	Changes in Inventories	(115.38)	(146.72)
4	Employee Benefits Expense	267.22	266.76
5	Finance Costs	135.05	180.62
6	Depreciation and Amortization Expenses	256.70	295.72
7	Other Expenses	591.04	487.25
8	<b>Profit Before Tax (PBT)</b>	<b>(90.36)</b>	<b>199.49</b>
9	Income Tax Expenses	(20.30)	84.61
10	<b>Profit for the period ended</b>	<b>(70.06)</b>	<b>114.88</b>
11	<b>The Group's share of profit for the period</b>	<b>(18.21)</b>	<b>29.87</b>
12	<b>The Group's share of OCI for the period</b>	<b>0.05</b>	<b>0.13</b>
13	<b>The Group's total comprehensive income for the period</b>	<b>(18.17)</b>	<b>29.99</b>

During the reporting period and previous reporting period, Toyal MMP India Private Limited has reported ₹ NIL (Prev Year ₹ NIL) towards Contingent Liabilities and ₹ NIL (Prev Year ₹ NIL) towards the Capital Commitments.

\*During the reporting period, the Holding Company has adjusted the value of investments in associates company based on "Equity Method" of accounting, the same has adjusted in the Retained earnings of the consolidated financial statements of the Holding Company.

**41 Disclosure of Additional Information pertaining to the Holding Company and its Associates, as per Schedule - III of the Companies Act, 2013**

S. No.	Name of the Company	Net Assets (Total Assets - Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		31.03.2023		31.03.2023		31.03.2023		31.03.2023	
		As % of Consolidated Net Assets	Net Assets	As % of Consolidated Profit or Loss	Profit/ (Loss)	As % of Other Consolidated Comprehensive Income	Other Comprehensive Income	As % of Total Consolidated Comprehensive Income	Total Comprehensive Income
<b>Holding Company</b>									
1	MMP Industries Limited	90.57%	23,289.11	86.78%	1,850.12	8.66%	(18.15)	95.30%	1,831.97
<b>Associates</b>									
1	Star Circlips and Engineering Limited	10.53%	2,706.62	14.08%	300.16	91.36%	(191.55)	5.65%	108.61
2	Toyal MMP India Private Limited	-1.10%	(282.06)	-0.85%	(18.21)	-0.02%	0.05	-0.95%	(18.17)
	<b>Total..(₹)</b>	<b>100.00%</b>	<b>25,713.67</b>	<b>100.00%</b>	<b>2,132.07</b>	<b>100.00%</b>	<b>(209.66)</b>	<b>100.00%</b>	<b>1,922.41</b>

S. No.	Name of the Company	Net Assets (Total Assets - Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		31.03.2022		31.03.2022		31.03.2022		31.03.2022	
		As % of Consolidated Net Assets	Net Assets	As % of Consolidated Profit or Loss	Profit/ (Loss)	As % of Other Consolidated Comprehensive Income	Other Comprehensive Income	As % of Total Consolidated Comprehensive Income	Total Comprehensive Income
<b>Holding Company</b>									
1	MMP Industries Limited	91.24%	21,711.17	84.13%	2,438.69	4.10%	10.43	77.67%	2,449.13
<b>Associates</b>									
1	Star Circlips and Engineering Limited	9.84%	2,341.13	14.84%	430.04	95.85%	244.06	21.38%	674.10
2	Toyal MMP India Private Limited	-1.08%	(256.11)	1.03%	29.87	0.05%	0.13	0.95%	29.99
	<b>Total..(₹)</b>	<b>100.00%</b>	<b>23,796.19</b>	<b>100.00%</b>	<b>2,898.60</b>	<b>100.00%</b>	<b>254.61</b>	<b>100.00%</b>	<b>3,153.22</b>

The Holding Company does not have any subsidiary nor joint ventures, hence the disclosures in relation to Key Financial Ratio, Refer “Note No. 40” of standalone financial statements and for Additional Regulatory Information as required by the Schedule III of the Companies Act, 2013, Refer “Note No. 44” for the standalone financial statements.

## 42 Employee Benefits

### 1 Post Employment Benefits

#### i) Defined Benefit Gratuity Plan (Unfunded)

The Holding Company has defined benefits gratuity plan for its employees, which requires contribution to be made to a separately administered fund. It is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five year of services are only entitled to the specific benefits. The level of benefits provided depend on the member’s length of service and salary at retirement age.

#### ii) Defined Benefit Pension Plan (Unfunded)

The Holding Company operates a defined benefits pension plan for certain specified employees and is payable upon the employee satisfying certain terms and conditions attached to them, as approved by the Board of Directors of the Holding Company.

#### iii) Defined Benefit Post Retirement Medical Benefit Plans (Unfunded)

The Holding Company operates a defined benefits post-retirement medical benefits plan for certain specified employees and is payable upon the employee satisfying the certain terms and conditions attached to them, as approved by the Board of Directors of the Holding Company.

The most recent actuarial valuation of the plan assets and the present value of defined benefit obligation were carried out as at March 31, 2023 by Mr. Ashok Kumar Garg, Fellow of Institute of Actuaries of India. The present value of defined benefits obligation and the related current service cost were measured by using the “Projected Unit Credit Method”.

The following tables summarise the components of defined benefits expense recognized in the Consolidated Statement of Profit and Loss / Other Comprehensive Income and amount recognized in the Consolidated Balance Sheets for the respective plans:

### i) Statement showing the Present Value of the Obligations

	31.03.2023	31.03.2022
<b><u>Present Value Obligation</u></b>		
<b>Present value of obligation at the beginning of the period</b>	<b>300.45</b>	<b>281.11</b>
Interest cost	21.03	19.68
Current service cost	20.25	20.21
Past service cost	-	-
Benefit paid (if any)	(24.62)	(34.49)
Actuarial gain / (loss)	(24.29)	13.94
<b>Present Value of Obligation at the end of the period...(₹)</b>	<b>292.82</b>	<b>300.45</b>

## ii) Bifurcation of Total Actuarial Gain / (Loss) on Liabilities

	31.03.2023	31.03.2022
<b><u>Bifurcation</u></b>		
Changes in demographics assumptions (Mortality)	-	-
Changes in financial assumptions	(11.44)	-
Experience adjustments (gain) / loss for plan liabilities	(12.85)	13.94
<b>Total amount recognized in Other Comprehensive Income</b>	<b>(24.29)</b>	<b>13.94</b>

## iii) Key Results

	31.03.2023	31.03.2022
<b><u>Results</u></b>		
<b>Present value of the obligation at the end of the period</b>	<b>292.82</b>	<b>300.45</b>
Fair value of plan assets at the end of the period	-	-
Net liabilities / (assets) to be recognized in the Balance Sheet	292.82	300.45
<b>Fund Status - Surplus / (Deficit)...(₹)</b>	<b>(292.82)</b>	<b>(300.45)</b>

## iv) Expenses recognized in the Statement of Profit and Loss

	31.03.2023	31.03.2022
	₹	₹
<b><u>Breakup of Expenses</u></b>		
Interest Costs	21.03	19.68
Current Service Costs	20.25	20.21
Past Service Costs	-	-
Expected return on plan assets	-	-
<b>Expenses to be recognized in Statement of Profit and Loss</b>	<b>41.28</b>	<b>39.89</b>

## v) Experience Adjustments

	31.03.2023	31.03.2022
	₹	₹
<b><u>Experience Adjustments</u></b>		
Experience adjustments (gain) / loss - plan liabilities	12.85	(13.94)
Experience adjustments (gain) / loss - plan assets	-	-

## vi) Other Comprehensive (Income) / Expenses {Remeasurements}

	31.03.2023	31.03.2022
	₹	₹
<b><u>Other Comprehensive Income</u></b>		
<b>Opening cumulative unrecognized actuarial (gain) / loss</b>	<b>(12.75)</b>	<b>(26.69)</b>
Actuarial (gain) / loss - obligations	(24.29)	13.94
Actuarial (gain) / loss - plan assets	-	-
<b>Total actuarial (gain) or loss</b>	<b>(24.29)</b>	<b>13.94</b>
<b>Closing cumulative unrecognized actuarial (gain) / loss</b>	<b>(37.04)</b>	<b>(12.75)</b>

## vii) Net Interest Costs

	31.03.2023	31.03.2022
	₹	₹
<b><u>Interest Costs</u></b>		
Interest cost on defined benefits plans	21.03	19.68
Interest income on plan assets	-	-
<b>Net Interest Cost...(₹)</b>	<b>21.03</b>	<b>19.68</b>

## viii) Summary of Membership Data at the date of valuation and statistics based thereon

	31.03.2023	31.03.2022
	₹	₹
<b><u>Summary</u></b>		
Number of employees	442	450
Total monthly salary (₹ in Lakhs)	44.35	44.20
Average past service (years)	14.3	13.7
Average future service (years)	14.7	15.4
Average age (years)	43.3	42.6
Weighted average duration (based on discounted cash flows) in years	6	6
Average monthly salary (₹ in Lakhs)	0.10	0.10
Expected Future Services taking into accounts document (years)	11	11

**Assumptions**

	31.03.2023	31.03.2022
	₹	₹
<b><u>Assumptions</u></b>		
Discount rate (per annum)	7.25%	7.00%
Salary growth rate (per annum)	5.00%	5.75%
Mortality	IALM 2012 - 14 Ultimate	IALM 2012 - 14 Ultimate
Withdrawal rate (per annum)	5.00%	5.00%

The estimate of rate of escalation in Salary considered in Actuarial Valuation, taken into the account inflation, seniority, promotions and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuary.

## x) Benefits Valued

	31.03.2023	31.03.2022
	₹	₹
<b><u>Valuations</u></b>		
Normal retirement age (years)	58	58
Salary	Last Drawn Qualifying Salary	Last Drawn Qualifying Salary
Vesting period	5 Years of Service	5 Years of Service
Benefits on normal retirements	15/26 * Salary * Past Service (Years)	15/26 * Salary * Past Service (Years)
Benefit on early exit due to death and disability	As mentioned above except no vesting conditions apply	As mentioned above except no vesting conditions apply
Limit	20.00	20.00

## xi) Bifurcation of Liabilities

	31.03.2023	31.03.2022
	₹	₹
<b><u>Break-up of Liabilities</u></b>		
Current Liabilities (Short - Term)	94.11	86.94
Non - Current Liabilities (Long - Term)	198.71	213.51
<b>Total Liabilities...(₹)</b>	<b>292.82</b>	<b>300.45</b>

## xii) Expected Contribution during next Annual Reporting Period

	31.03.2023	31.03.2022
	₹	₹
The Company's best estimate of contribution during the next year	25.46	24.52

## xiii) Maturity Profile of Defined Benefit Obligation - Benefit Obligations

	31.03.2023	31.03.2022
	₹	₹
<b><u>Maturity Profiles</u></b>		
01.04.2022 to 31.03.2023	94.11	86.94
01.04.2023 to 31.03.2024	17.20	29.29
01.04.2024 to 31.03.2025	35.37	15.72
01.04.2025 to 31.03.2026	21.54	29.38
01.04.2026 to 31.03.2027	21.28	18.36
01.04.2027 to Onwards	103.32	120.76

## xiv) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefits obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that, the sensitivity analysis presented below may not be representative of the actual change in the defined benefits obligation as it is unlikely that, the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

	31.03.2023
<b><u>Sensitivity</u></b>	
Defined Benefit Obligation (Base)	292.82 @ Salary Increase Rate : 5.00% and Discount Rate : 7.25%
Liability with x% Increase in Discount Rate	281.22; X = 1.00% {Change (4%)}
Liability with x% Decrease in Discount Rate	305.62; X = 1.00% {Change 4%}
Liability with x% Increase in Salary Growth Rate	305.78; X = 1.00% {Change 4%}
Liability with x% Decrease in Salary Growth Rate	280.87; X = 1.00% {Change (4%)}
Liability with x% Increase in Withdrawal Rate	293.75; X = 1.00% {Change 0%}
Liability with x% Decrease in Withdrawal Rate	291.76; X = 1.00% {Change 0%}



## xv) Reconciliation of Liabilities at Balance Sheet

	31.03.2023	31.03.2022
	₹	₹
<b>Reconciliations</b>		
<b>Opening Gross Defined Benefit Liability / (Assets)</b>	<b>300.45</b>	<b>281.11</b>
Expense recognized in Statement of Profit and Loss	41.28	39.89
Other Comprehensive Income - Actuarial (Gain) / Loss - Total Current Period	(24.29)	13.94
Benefit Paid (If any)	(24.62)	(34.49)
<b>Closing Gross Defined Benefit Liability / (Assets)</b>	<b>292.82</b>	<b>300.45</b>

## 2 Defined Contribution Plans

## i) Provident Fund

The provident fund assets and liabilities are managed by the Holding Company in line with the Employees' Provident Fund and Miscellaneous Provision Act, 1952.

The plan guarantees minimum interest at the rate notified by the Provident Fund Authorities. The contribution by the employer and employee together with interest accumulated thereon are payable to employees at the time of separation from the Holding Company or retirement, whichever is earlier. The benefit vests immediately on rendering of the service by the employee. In term of Guidance Note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the Actuary has provided a valuation of provident fund liabilities and based on assumptions provided. There is no Shortfall in the contribution as at March 31, 2023.

The details of contribution made by the Holding Company to the respective funds are given as below:

	31.03.2023	31.03.2022
	₹	₹
<b>Contributions</b>		
Employee's Share of Contribution	130.04	123.24
Employer's Share of Contribution	120.18	112.84
<b>Total Contribution during the Reporting Period...(₹)</b>	<b>250.22</b>	<b>236.08</b>

## 3 Other Long - Term Employee Benefits

## i) Annual Leave and Sick Leave Assumptions

The liability towards compensated absences (annual leave and sick leave) for the year ended on March 31, 2023 based on Actuarial Valuation carried out by using the "Project Unit Credit Method" is ₹ 17.33 Lakhs (Prev Year ₹ 19.19 Lakhs).

## 43 Information on Related Party Transaction as required by Indian Accounting Standards - 24 - "RELATED PARTY DISCLOSURE" for the year ended March 31, 2023.

Related parties as defined under clause 9 of the Ind AS 24 have been identified on the basis of representations made by the Holding Company's management and information available with the Holding Company. The Holding Company's material related party transactions and outstanding balances with whom the Holding Company had entered into the transactions in the ordinary course of Business are as follows:

## 1. Associate Entities

- Star Circlips and Engineering Limited (Holds 26.06% of Total Equity)
- Toyal MMP India Private Limited (Holds 26.00% of Total Equity)

## 2. Related Party where Significant Influences Exists

- Mayank Fasteners Private Limited
- Rohini Horticulture Private Limited

**3. Key Managerial Person Name and their Designation**

S. No.	Name of the Persons	Designation
a)	Shri Arun Bhandari	Managing Director
b)	Shri Lalit Bhandari	Whole Time Director
c)	Shri Mayank Bhandari	Non - Executive Director
d)	Shri Narasimham Murthy Tenneti	Whole Time Director
e)	Shri Ajay Sadashiv Gokhale	Independent Director
f)	Shri Sunil Khanna	Independent Director
g)	Shri Sanjay Sancheti	Independent Director
h)	Shri Vijay Singh Bapna	Independent Director
i)	Smt. Sudha Suresh Gandhi	Woman Independent Director
j)	Shri Karan Verma	Independent Director
k)	Shri Sharad Khandelwal	Chief Financial Officer
l)	Shri Rakesh Kanzode	Company Secretary

**4. Relatives of Key Managerial Person**

S. No.	Name of the Persons	Relationship with the Assessee
a)	Smt. Saroj Bhandari	Wife of Managing Director
b)	Smt. Sakshi Bhandari	Wife of Non - Executive Director
d)	Ms. Rohini Bhandari	Daughter of Managing Director
e)	Master Vivaan Bhandari	Son of Non - Executive Director

**Terms and Conditions with the transactions with Related Parties as under:**

- a) The Holding Company has been entering into transactions with related parties for its business purpose. The process followed for entering into transactions with these related parties are same as followed for unrelated party. Vendor's are selected competitively having regard to strict adherence to quality, timely servicing and cost advantage. Further related party vendors provide additional advantage in term of:
  - i) Supplying products primarily to the Holding Company;
  - ii) Advanced and innovative technology;
  - iii) Customization of products to suit the Holding Company's specific performance;
  - iv) Enhancement of the Holding Company's purchase cycle and assurance of just in time supply with resultant benefits - notably on working capital.
- b) The purchases from and sales to related parties are made on terms equivalents to and those applicable to all unrelated parties on arm's length transactions.
- c) Outstanding balances of the related parties at the end of the Reporting Period are unsecured, interest free and will be settled in the cash on demand basis.

**Transaction with Related Parties is as under:**

(Amount in ₹ Lakhs)

S. No.	Particulars	Associate Entities	Related Party where Significant Influences Exists	Key Managerial Person	Relative of Key Managerial Person
<b>1.</b>	<b>Purchases of Goods</b>				
	Star Circlips and Engineering Limited	₹ 01.57 (P.Y. ₹ 06.16)	--	--	--
	Toyol MMP India Private Limited	₹ 22.98 (P.Y. ₹ 00.32)	--	--	--
<b>2.</b>	<b>Payment of Office Rent</b>				
	Mayank Fasteners Private Limited	--	₹ 00.90 (P.Y. ₹ 00.90)	--	--
<b>3.</b>	<b>Remuneration</b>				
	Shri Arun Bhandari	--	--	₹ 134.40 (P.Y. ₹ 134.40)	--
	Shri Lalit Bhandari	--	--	₹ 30.61 (P.Y. ₹ 29.27)	--

	Shri Narasimham Murthy Tenneti	--	--	₹ 20.77 (P.Y. ₹ 20.98)	--
	Shri Sharad Khandelwal	--	--	₹ 27.21 (P.Y. ₹ 25.93)	--
	Shri Milind Rao	--	--	₹ NIL (P.Y. ₹ 07.85)	--
	Shri Rakesh Kanzode	--	--	₹ 06.08 (P.Y. ₹ 00.55)	--
<b>4.</b>	<b>Salary and Perquisites</b>				
	Smt. Saroj Bhandari	--	--	--	₹ 60.71 (P.Y. ₹ 63.46)
	Smt. Sakshi Bhandari	--	--	--	₹ 22.75 (P.Y. ₹ 24.50)
<b>5.</b>	<b>Legal and Professional Charges</b>				
	Ms. Rohini Bhandari	--	--	--	₹ 30.00 (P.Y. ₹ 30.00)
<b>6.</b>	<b>Director Sitting Fees</b>				
	Shri Karan Verma	--	--	₹ 00.80 (P.Y. ₹ 00.46)	--
	Smt. Sudha Suresh Gandhi	--	--	₹ 00.45 (P.Y. ₹ 00.15)	--
	Shri Sanjay Sancheti	--	--	₹ 00.95 (P.Y. ₹ NIL)	--
	Shri Ajay Sadashiv Gokhale	--	--	₹ NIL (P.Y. ₹ 00.46)	--
	Shri Vijay Singh Bapna	--	--	₹ 01.75 (P.Y. ₹ 00.48)	--
	Shri Sunil Khanna	--	--	₹ 01.75 (P.Y. ₹ 00.48)	--
	Shri Mayank Bhandari	--	--	₹ 00.20 (P.Y. ₹ 00.10)	--
<b>7.</b>	<b>Sales of Goods</b>				
	Total MMP India Private Limited	₹ 2,399.77 (P.Y. ₹ 2,352.17)	--	--	--
<b>8.</b>	<b>Receipts of Job Work Charges</b>				
	Star Circlips and Engineering Limited	₹ 223.89 (P.Y. ₹ 227.06)	--	--	--
<b>9.</b>	<b>Reimbursement of Expenses Paid</b>				
	Total MMP India Private Limited	₹ NIL (P.Y. ₹ 26.68)	--	--	--
	Star Circlips and Engineering Limited	₹ 11.13 (P.Y. ₹ 11.58)	--	--	--
<b>10.</b>	<b>Dividend</b>				
	Shri Arun Bhandari	--	--	₹ 69.59 (P.Y. ₹ 69.59)	--
	Shri Mayank Bhandari	--	--	₹ 05.57 (P.Y. ₹ 05.57)	--
	Smt. Saroj Bhandari	--	--	--	₹ 32.56 (P.Y. ₹ 32.56)
	Smt. Sakshi Bhandari	--	--	--	₹ 03.91 (P.Y. ₹ 03.91)
	Ms. Rohini Bhandari	--	--	--	₹ 02.24 (P.Y. ₹ 02.24)
	Master Vivaan Bhandari	--	--	--	₹ 14.59 (P.Y. ₹ 14.59)
	Star Circlips and Engineering Limited	₹ 11.58 (P.Y. ₹ 11.58)	--	--	--
	Mayank Fasteners Private Limited	--	₹ 47.84 (P.Y. ₹ 47.84)	--	--
	Rohini Horticulture Private Limited	--	₹ 01.24 (P.Y. ₹ 01.24)	--	--

**Balances payable / receivables to the related parties as on March 31, 2023**

(Amount in ₹ Lakhs)

S. No.	Particulars	Associate Entities	Related Party where Significant Influences Exists	Key Managerial Person	Relative of Key Managerial Person
<b>1.</b>	<b>Rent Payable</b>				
	Mayank Fasteners Private Limited	--	₹ NIL (P.Y. ₹ 00.70)	--	--
<b>2.</b>	<b>Director Remuneration and Salary</b>				
	Shri Arun Bhandari	--	--	₹ 05.46 (P.Y. ₹ 05.43)	--
	Shri Lalit Bhandari	--	--	₹ 00.88 (P.Y. ₹ 01.65)	--
	Shri Narasimham Murthy Tenneti	--	--	₹ 01.19 (P.Y. ₹ 01.22)	--
	Shri Sharad Khandelwal	--	--	₹ 01.38 (P.Y. ₹ 00.89)	--
	Shri Milind Rao	--	--	₹ NIL (P.Y. ₹ 00.21)	--
	Shri Rakesh Kanzode	--	--	₹ 00.25 (P.Y. ₹ 00.51)	--
	Smt. Saroj Bhandari	--	--	--	₹ 02.17 (P.Y. ₹ 02.67)
	Smt. Sakshi Bhandari	--	--	--	₹ 01.25 (P.Y. ₹ 01.25)
<b>3.</b>	<b>Trade Receivables</b>				
	Star Circlips and Engineering Limited	₹ NIL {P.Y. ₹ 30.74 (Dr.)}	--	--	--
	Total MMP India Private Limited	₹ 19.32 {P.Y. ₹ 00.32 (Dr.)}	--	--	--

## 44 Contingent Liabilities

	31.03.2023	31.03.2022
	₹	₹
<b>Contingent Liabilities</b>		
a) Bank Guarantees given by the Holding Company's Banker's towards the MSEDCL Security Deposits and Others	209.38	165.06
b) Bill discounted with the Holding Company's Banker's under the Letter of Credit	20.73	253.74
c) Bill discounted by the Holding Company's Banker's under the Letter of Credit	-	275.46
<b>Total...(₹)(A)</b>	<b>230.10</b>	<b>694.26</b>
d) Central Excise Duty and Service Tax demand pending along with Additional Commissioner Nagpur - II*	174.79	174.79
Less: Duty paid Under Protests	(33.22)	(33.22)
<b>Total...(₹)(B)</b>	<b>141.57</b>	<b>141.57</b>
<b>Total...(₹)(A + B)</b>	<b>371.68</b>	<b>835.83</b>

\* The above claims are pending before Bombay High Court, Nagpur Bench. The Holding Company's management including advisors expect that its position will likely be upheld on ultimate resolution and will not have a material adverse effect on the Holding Company's consolidated financial statements.

## 45 Capital and Other Commitments

	31.03.2023	31.03.2022
	₹	₹
<b>Capital Commitments</b>		
Estimated amount of contracts remaining to be executed by the Holding Company on Capital and not provided for;		
towards Property, Plants and Equipments	474.53	1,549.46
towards Intangible Assets	-	-
<b>Total Capital Commitments...(₹)(A)</b>	<b>474.53</b>	<b>1,549.46</b>
<b>Other Commitments</b>		
Bill discounted and letter of credit issued by the Holding Company's Bankers	20.73	253.74
For derivative contract related commitments	-	-
<b>Total Other Commitments...(₹)(B)</b>	<b>20.73</b>	<b>253.74</b>
<b>Total...(₹)(A + B)</b>	<b>495.25</b>	<b>1,803.20</b>

a) Estimated amount of contracts remaining to be executed on capital account, net of advances given and not provided for as at March 31, 2023 is ₹ 474.53 Lakhs (Prev Year ₹ 1,549.46 Lakhs).

b) Estimated amount of Commitments as at March 31, 2023 is ₹ 495.25 Lakhs (Prev Year ₹ 1,803.20 Lakhs).

## 46 Corporate Social Responsibility

As per the Section 135 of the Companies Act, 2013, a Company, meeting its applicability threshold, need to spend at least 2% of its Average Net Profit for the immediately preceeding three financial year on Corporate Social Responsibility (CSR) Activities. The area of CSR Activity are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR Committee has been formed as per the requirement of the Companies Act, 2013. The funds has been administered by the said Committee, once it is allocated to the Corpus for the purpose of CSR activities, prescribed under Schedule VII of the Companies Act, 2013.

a) Corporate Social Responsibility required to be spent as per Section 135 of the Companies Act, 2013 read with the Schedule VII thereof, the Holding Company during the reporting period ended at March 31, 2023 is ₹ 52.29 Lakhs (Prev Year ₹ 49.53 Lakhs).

b) Expenditure related to Corporate Social Responsibility is ₹ 59.05 Lakhs out of those ₹ 06.73 Lakhs commitments made previous financial period spent during the current financial period (Prev Year March 31, 2022 ₹ 54.78 Lakhs).

	31.03.2023	31.03.2022
	₹	₹
<b><u>Corporate Social Responsibility</u></b>		
Rural Transformations	-	-
Healths	5.01	12.84
Educations	51.80	35.00
Sports for Developments	0.10	0.25
Environments	2.14	6.69
<b>Total...(₹)</b>	<b>59.05</b>	<b>54.78</b>

- c) The Holding Company has made the commitment for spending ` NIL (Prev Year ` 06.73 Lakhs) towards Corporate Social Responsibility to make the aggregate spending equivalents to at least two percent (2%) of the average net profit of the Holding Company made during the three immediately preceeding financial year.

	31.03.2023	31.03.2022
	₹	₹
<b><u>Dividend</u></b>		
Final Dividend paid on Equity Shares	254.03	254.03
<b>Total...(₹)</b>	<b>254.03</b>	<b>254.03</b>

The Board of Director's of the Holding Company has not declared any interim dividend during the current reporting period and previous reporting period.

#### Proposed Dividend

The Board of Director's at their meeting held on May 27, 2023 have recommended a payment of final dividend of ₹ 1.00 per equity share of the face value of ₹ 10 per equity share i.e. 10% of the face value of equity share for the financial period ended at March 31, 2023. The Holding Company has proposed ₹ 254.03 Lakhs as a final dividend subject to the approval of shareholders at their ensuing Annual General Meeting (AGM) of the Holding Company, hence it is not recognized as a "Liabilities" in the Ind AS consolidated financial statements.

#### 48 Details of Hedged and Unhedged Exposures in Foreign Currency Denominated Monetary Items

##### A) Exposure in Foreign Currency - Hedged

The Holding Company does not enters into any forward exchange contracts to hedge its foreign currency exposures relating to the underlying transactions and firm commitments. The Holding Company also does not enter into any kind of derivative instruments for trading and speculation purposes during the current reporting period and previous reporting period.

##### B) Exposure in Foreign Currency - Unhedged

The foreign currency exposures not hedged as at March 31, 2023 are as under:

##### i) Payable during the Reporting Period

	Payable (In Foreign Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	11.32	14.35
EURO (€)	-	-
Other Foreign Currency	-	-
	Payable (In Indian Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	930.59	1,087.39
EURO (€)	-	-

Other Foreign Currency	-	-
------------------------	---	---

## ii) Receivable during the Reporting Period

	Receivable (In Foreign Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	1.44	0.74
EURO (€)	-	0.78
Other Foreign Currency	-	-

	Receivable (In Indian Currency)	
	31.03.2023	31.03.2022
<b><u>Foreign Currency - Unhedged</u></b>		
USD (\$)	118.03	56.18
EURO (€)	-	65.46
Other Foreign Currency	-	-

## 49 Earnings Per Share (Amount ₹ in Lakhs, except earnings per share data)

	2022 - 2023	2021 - 2022
	₹	₹
<b><u>Earnings Per Share</u></b>		
Net Profit / (Loss) after tax as per the Consolidated Statement of Profit or Loss attributable to the holder of Equity Shares	2,132.07	2,898.60
Nominal Value of Equity Shares (₹)	10.00	10.00
Weighted average number of Equity Shares used as denominator for calculating the earnings per share	254.03	254.03
<b>Basic and Diluted Earnings Per Share...(₹)</b>	<b>8.39</b>	<b>11.41</b>

50 The Consolidated Financial Statements are approved for issue by the Audit Committee at its meeting held on May 27, 2023 and by the Board of Directors on their meeting held on May 27, 2023.

51 Previous years audited figures has been regrouped / recasted / rearranged wherever necessary to make them comparable for the purpose of preparation and presentation of Consolidated Financial Statements.

## SIGNATURE TO THE NOTE "1" TO NOTE "51"

## SIGNIFICANT ACCOUNTING POLICIES

1

## THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

## AS PER OUR REPORT OF EVEN DATE ATTACHED FOR AND ON BEHALF OF THE BOARD

For MANISH N JAIN &amp; CO.

Chartered Accountants

FRN No.: 0138430W

ARPIT AGRAWAL

Partner

Membership No. 175398

ARUN BHANDARI

Managing Director

DIN No.: 00008901

SHARAD KHANDELWAL

Chief Financial Officer

LALIT BHANDARI

Director

DIN No.: 00010934

RAKESH KANZODE

Company Secretary

Place: Nagpur

Dated: May 27, 2023

UDIN No.: 23175398BGWEHK6661

Place: Nagpur

Dated: May 27, 2023

Place: Nagpur

Dated: May 27, 2023



## VISION

To be the most preferred manufacturer and brand of aluminium foils, aluminium powders and aluminium conductors/ cables for all user applications.

## MISSION

To consistently exceed customer's expectations of quality, cost and delivery through process optimization, system improvements and continuous customer interaction.

To generate and sustain an atmosphere of trust and mutual respect with all stakeholders in the business and outside.



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