



STAR PAPER MILLS LIMITED

SAHARANPUR - 247 001 (U.P.) INDIA
CIN No. :- L21011WB1936PLC008726
Phones : +91 132 2714101 to 2714105, FAX : +91 132 2714225
E-mail : star.sre@starpapers.com, Website : www.starpapers.com



C/SA/SE/542

3rd Sept, 2025

To,

The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051
Symbol-'STARPAPER'

The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Stock code-'516022'

Dear Sir,

Sub: Annual Report 2024-25

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached here with a copy of Annual Report for the financial year 2024-25 & Notice convening 86th AGM of the company which have been sent to the Shareholders of the company.

Submitted for kind information and record please.

Thanking you

Yours faithfully
For Star Paper Mills Limited


Saurabh Arora
Company Secretary
Mem No.-FCS9860



STAR PAPER MILLS LIMITED

CIN-L21011WB1936PLC008726

Registered Office: Duncan House, 2nd Floor, 31 Netaji Subhas Road, Kolkata – 700 001.

Ph: (033) 22427380-83, Fax: (033) 22427383, Email : star.cal@starpapers.com, website : www.starpapers.com

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 86th Annual General Meeting of the Shareholders of Star Paper Mills Limited will be held on **Thursday, 25th Sept., 2025 at 11.30 AM** through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2025 and Statement of Profit & Loss for the financial year ended on that date together with Board of Directors and the Auditors' Report thereon.
2. To declare dividend of Rs. 3.50/- per equity share for the financial year ended 31st March, 2025.
3. To appoint a Director in place of Mr. Shrivardhan Goenka (DIN: 00030375) who retires by rotation at this AGM and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

4. To re-appoint Mr. Madhukar Mishra (DIN: 00096112) as Managing Director of the company

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

"RESOLVED THAT pursuant to Sections 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modifications or re-enactments thereof and subject to such approval(s) as may be required, the company hereby approves the re-appointment of and remuneration payable to Mr. Madhukar Mishra (DIN: 00096112) as Managing Director of the Company, for a period of five (5) years with effect from 1st July, 2025 as per the terms and conditions including remuneration as stated in the explanatory statement to this resolution, with liberty to the Board of Directors to alter and vary the terms and conditions of appointment and/ or remuneration as may be agreed to between the Board and Mr. Madhukar Mishra, subject to provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT the remuneration as stated in the explanatory statement to this resolution, shall be paid and allowed as minimum remuneration to Mr. Madhukar Mishra (DIN: 00096112) during the currency of his tenure, notwithstanding that the remuneration may exceed the limits prescribed under section 197, 198 and/ or Schedule-V to the Companies Act, 2013 or any other Act/Regulation in force in case of no profits/inadequacy of profits in any financial year."

"RESOLVED FURTHER THAT the Board or a Committee thereof be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To appoint Secretarial Auditors and fix their remuneration

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

"RESOLVED THAT in accordance with the provisions of Section 204 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and basis the recommendation of the Board of Directors of the Company, M/s D. Dutt & Co., Practicing Company Secretaries (Unique Code No.-I2001WB209400), be and are hereby appointed as Secretarial Auditor of the Company, for a term of 5 (five) consecutive financial years, commencing from the financial year 2025-26 to the financial year 2029-30, on such remuneration as may be determined by the Board of Directors or or any of it's Committee(s) thereof and to avail any other services as may be permissible under applicable laws."

6. To approve the remuneration of the Cost Auditors for FY 2025-26

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof), M/s K.B Saxena & Associates, Lucknow, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the company for the financial year 2025-26, be paid remuneration of Rs 0.50 lac plus applicable taxes and out-of-pocket expenses."

"RESOLVED FURTHER THAT the Board of Director's of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and to increase or decrease remuneration."

13th Aug., 2025
Registered Office:
Duncan House, 2nd Floor
31 Netaji Subhas Road
Kolkata – 700 001
CIN:L21011WB1936PLC008726

By order of the Board of Directors,

SAURABH ARORA
Company Secretary

NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act 2013, relating to the Special Businesses and as per Reg. 36 of SEBI (LODR) Regulations, 2015 in respect of directors seeking re-appointment is annexed hereto.
2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the Members at a common venue. Accordingly, the 86th AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.
3. The Company has enabled the Members to participate at the 86th AGM through the VC facility provided by KFin Technologies Limited (KFin), Registrar and Share Transfer Agents (RTA).
4. Further, proceedings of the 86th AGM will be web-casted live for all the shareholders as on the cut-off date i.e 18th Sept., 2025. The shareholders can visit <https://emeetings.kfintech.com> and login through existing user id and password to watch the live proceedings of the 86th AGM on 25th Sept., 2025 from 11:30 AM IST onwards.
5. Pursuant to MCA Circulars, Members attending the 86th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Since the 86th AGM is being held through VC facility as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 86th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. The company has fixed 18th Sept., 2025 as the 'Record date' for dividend entitlement of members for the year ended 31st March, 2025, if approved at the AGM.
9. In line with the relevant MCA and SEBI Circulars, Notice of the 86th AGM along with the Annual Report 2024-25 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2024-25 will also be available on the Company's website at <https://www.starpapers.com> under Investor Relations section, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>.
10. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent (RTA)- KFin Technologies Limited.
11. Members desiring any information as regard the Accounts may write to the company at least 10 days before the Annual General Meeting so as to enable the management to keep the information ready at the meeting.
12. Pursuant to the provisions of the Companies Act, 2013, all unclaimed dividends for the period upto and including the year ended 31st March, 2017 have been transferred to the Investor Education and Protection Fund of the Central Government. Further, pursuant to IEPF (Accounting, Audit, Transfer & Refund) Rules, 2016, the company has also transferred shares to IEPF Authority in respect of unclaimed/unpaid dividend already transferred to IEPF fund. Shareholders can claim the above shares and/or dividend from the IEPF Authority by following the prescribed procedure.

Further, the due date for transfer of unclaimed/unpaid dividend of FY 2017-18 to IEPF is 20th Sept., 2025. Investor are advised to claim their unclaimed dividend immediately by writing to Company's RTA.
13. Members are further requested to notify/send the following to the Registrar and Share Transfer Agents:
-Intimation of change in address;
-Particulars of their bank account, in case the same have not been sent earlier;
-Share certificate(s) held in multiple accounts in individual names or joint names in the same order of names, for consolidation of such shareholdings into one account.
14. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Shareholders w.e.f. April 1, 2020 and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with company's RTA i.e KFin Technologies Ltd. Further, shareholders of eligible categories are requested to immediately submit their declaration (Form No. 15G/15H) claiming exemption from TDS or deduction of TDS at lower rates to the company's RTA- KFin Technologies Limited.
15. SEBI vide Circular dated 3rd Nov., 2021 (subsequently amended by Circulars dated 14th Dec. 2021, 16th March, 2023 and 17th Nov., 2023) mandated the physical shareholders to update the KYC details (PAN; Choice of Nomination; Contact Details; Mobile Number and Bank Account and signature etc.) as dividends are to be paid only through electronic mode with effect from 1st April, 2024.

Members holding shares in physical form who have not updated PAN and other KYC details for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to immediately send requisite investor-form(s) along with self-attested documents to company's RTA i.e KFin Technologies Limited, Selenium, Plot 31 & 32, Gachibowli Financial District, Nanakramguda, Hyderabad-500 032

(A) INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC:

- a) Members may access the platform to attend the AGM through VC at <https://emeetings.kfintech.com> by using their remote e-voting login credentials. The link for the AGM will be available in the shareholder/Members login where the "Event" and the "Name of the company" can be selected. Please note that the Members who have not registered their e-mail address or do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions as mentioned hereinafter.
- b) Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for members on first come first served basis upto 1000 members.
- c) Members are encouraged to join the Meeting using Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge or Mozilla Firefox 22.
- d) Members will be required to grant access to the web-cam to enable two-way video conferencing. Members are also advised to use stable Wi-Fi or LAN connection to participate at the AGM through VC in a smooth manner. Participants may experience audio/video loss due to fluctuation in their respective networks.
- e) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open during 22nd Sept., 2025 at 9:00 A.M. to 24th Sept., 2025 at 5:00 P.M. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
- f) The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
- g) Physical Shareholders who have not registered their e-mail address and therefore, Annual Report and Notice of AGM could not be served, may get their e-mail address and mobile number registered with the company's Registrar by sending Form ISR-1 available at <https://ris.kfintech.com> to RTA email : einward.ris@kfintech.com or may call on toll free number 1-800-309-4001 for any clarification. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

(B) INSTRUCTIONS FOR E-VOTING:**(I) Information and instructions for e-voting:**

Pursuant to the provisions of Section 108 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Listing Regulations, the Company is providing to its members facility to cast their vote electronically, through the 'remote e-voting' services provided by KFin Technologies Ltd. (KFIN) on all resolutions set forth in this Notice.

Further, the facility for voting through electronic voting system will also be made available at the Meeting ("Insta Poll") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

(a) Information and instructions for 'remote e-voting' by individual shareholders holding shares in demat form:

As per SEBI circular dated 9th Dec., 2020 on e-voting facility provided by Listed Companies, all individual shareholders holding shares of the company in demat form can cast their votes by way of single login credentials, through their demat accounts/website of Depositories/ Depositories Participants. The procedure to login and access remote e-voting as devised by Depositories/ Depositories Participants is given below:

Type of shareholders	Login Method
INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL	1. User already registered for IDeAS facility: I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in point 1 3. Alternatively by directly accessing the e-Voting website of NSDL I. Open URL: https://www.evoting.nsdl.com II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH CDSL	Existing user who have opted for Easi / Easiest - Visit URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com - Click on New System Myeasi - Login with your registered user id and password. - The user will see the e-Voting Menu. The Menu will have links of ESP i.e. Kfintech e-Voting portal. - Click on e-Voting service provider name to cast your vote. User not registered for Easi/Easiest - Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration - Proceed with completing the required fields. - Follow the steps given in point 1 Alternatively, by directly accessing the e-Voting website of CDSL - Visit URL: www.cdslindia.com - Provide your demat Account Number and PAN No. - System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. - After successful authentication, user will be provided links for the respective ESP, i.e Kfintech where the e- Voting is in progress.
INDIVIDUAL SHAREHOLDER LOGIN THROUGH THEIR DEMAT ACCOUNTS / WEBSITE OF DEPOSITORY PARTICIPANT	- You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. - Once logged-in, 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 options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of Kfintech for casting your vote during the remote e-Voting period without any further authentication.

Important Note : Members who are unable to retrieve User ID/Password, are advised to use forgot password option available at above mentioned websites. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call toll free no.: 1800225533

- (b) **Information and instructions for ‘remote e-voting’ by shareholders other than individuals holding shares in demat form and all other shareholders holding shares in physical mode:**
- A. Members receiving e-mail for AGM Notice and Annual Report; initial password is provided in the body of the e-mail:**
- Launch internet browser by typing the URL: <https://evoting.kfintech.com>
 - Members can cast their vote online from. Monday, 22nd Sept., 2025 at 9:00 A.M. (IST) to Wednesday, 24th Sept., 2025, at 5:00 P.M (IST).
 - Enter the login credentials (i.e. user-id & password) . In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with RTA for e-voting, you can use your existing User ID and password for casting your vote.
 - After entering these details appropriately, click on “LOGIN”.
 - You will now reach Password Change menu wherein you are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email ID etc on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - You need to login again with the new credentials.
 - On successful login, system will prompt to select the ‘E-voting Event No.’ of Star Paper Mills Ltd.
 - On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
 - Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - You may cast your vote by selecting appropriate option and click on “SUBMIT”.A confirmation box will be displayed .If you wish to confirm your vote, click “OK”, else “CANCEL” to modify.
 - Once you ‘CONFIRM’, you will not be allowed to modify your vote.

- xii) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- xiii) Corporate/Institutional Members (corporate /FIs/FIIs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution together with specimen signature of authorised signatory who is authorised to attend the AGM through VC/OAVM and to vote through remote e-voting to the Scrutinizer through e-mail to debabrata@ddc.co.in and also upload the same in the e-voting module in their login. Institutional investors are encouraged to attend and vote at the meeting through VC.

B. Members whose email IDs are not registered with the Company/Depository Participant(s), and consequently on whom, the Annual Report, Notice of AGM and e-voting instructions cannot be served, will have to follow the following process:

- I. Member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual Report, Notice of AGM and the e-voting instructions.
- II. After receiving the e-voting instructions, please follow all steps narrated/mentioned above to cast your vote by electronic means.
Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e 18th Sept., 2025 may obtain the User ID and password in the manner as mentioned below:
 - a. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
 - 1. Example for NSDL:
MYEPWD <SPACE> IN12345612345678
 - 2. Example for CDSL:
MYEPWD <SPACE> 1402345612345678
 - 3. Example for Physical:
MYEPWD <SPACE> XXXX1234567890
 - b. A member may call KFinTech's toll free number 1-800-309-4001 or send an e-mail request to evoting@kfintech.com.
In case of any query or grievance, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> or contact at einward.ris@kfintech.com or toll free number as given above.

(II) Information and instructions for Insta Poll:

Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting. Members who have not cast their vote using remote e-voting will be able to cast their vote through Insta Poll.

(III) Others details:

- (i) The voting rights of the Members shall be in proportion to their shares to the paid up capital of the company as on the cut-off date being 18th Sept., 2025.
- (ii) Mr. Debabrata Dutt, practicing company secretary (Membership no. FCS-5401) proprietor of M/s D. Dutt & Co. has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer after scrutinizing the votes cast at the meeting and through remote e-voting will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman.
- (iii) The results declared along with the Scrutinizer Report shall be placed on company' website www.starpapers.com and on KFIN website www.evoting.kfintech.com & will be communicated to the Stock Exchanges within permitted time.
- (iv) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e 25th Sept., 2025.

STATEMENT SETTING OUT MATERIAL FACTS

(Pursuant to Section 102 of the Companies Act, 2013)

The following statements set out all material facts relating to the special business mentioned in the accompanying Notice & as per Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

ITEM NO. 4

The shareholders at their 83rd Annual General Meeting (AGM) of the company held on 21st Sept., 2022, accorded their approval for the re-appointment of Mr. Madhukar Mishra, as Managing Director of the company for a period of three (3) years with effect from 1st July, 2022. The said appointment agreement has expired on 30th June, 2025. Based on the recommendations of Nomination and Remuneration Committee (NRC) of the Board, the Board of Directors in its meeting held on 29th May, 2025 have re-appointed Mr. Madhukar Mishra, as Managing Director of the Company for a further period of five (5) years commencing from 1st July, 2025.

The service terms and conditions including remuneration in respect of Mr. Mishra's appointment as Managing Director of the company for the period from 1st July, 2025 to 30th June, 2030 are given here-in-under:

i) Remuneration:

In consideration of his services, Mr. Madhukar Mishra shall be entitled to the following remuneration during his tenure (1st July 2025 to 30th June 2030):

Particulars	Amount in Rs.
Basic Salary -per month	17,08,000
Special Allowance-per month	11,20,000
House Maintenance Allowance (HMA) - per month	41,300
Performance Pay per annum (subject to approval of the Board of Directors)	1,60,00,000

ii) Perquisites:

Mr. Madhukar Mishra shall be entitled to the following perquisites:

1. Medical: Allowance of Rs. 15,000/- per annum.
2. Provision of two cars with drivers including fuel, running expenses and maintenance with an option to purchase the cars at the written-down value (WDV) as per policy of the company OR Car Allowance/ Reimbursement to him of EMIs / lease rentals for two cars – Rs. 21,50,000/- per annum per car plus drivers salary, fuel, running expenses and maintenance.
3. Communication facilities at residence.
4. Provident fund, personal accident insurance, entitlement and encashment of earned leave and other benefits as per the company rules.
5. LTA and leave travel overseas including travel and boarding & lodging expenses with family as per Rules
6. Gratuity as per the company rules irrespective of any ceiling under any Act/Rules.
7. Free furnished residential accommodation / House Rent Allowance (HRA) Rs. 3,32,000/month. In addition Expenditure on gas, electricity, water, furnishing and maintenance will be incurred/reimbursed by Company.
8. Membership fees for two clubs.

iii) Other terms and conditions

- I. Expenditure incurred on perquisites as mentioned above will be evaluated as per the Income Tax Rules, 1962 and in the absence of any such rule, evaluation will be at actual cost.
- II. The remuneration mentioned above will be allowed as minimum remuneration irrespective of the absence or inadequacy of profits in any financial year during the currency of Mr. Mishra's tenure.
- III. Annual payments will be reckoned on pro-rata basis for services provided for part of any financial year.
- IV. Apart from the above, appointment agreement with Mr. Madhukar Mishra sets out the mutual rights and obligations and other administrative details which are common in the case of such appointments.

In the opinion of the Board, Mr. Mishra fulfills the conditions for his re-appointment as specified in the Act read with the rules made thereunder and possesses appropriate skills and vast experience. The Board recommends the Resolution at Item No. 4 to be passed as Special Resolution.

Except Mr. Mishra and his relatives, none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors/ KMPs is, in any way, concerned or interested financially or otherwise in the special resolution set out at Item No. 4 of the Notice.

Details pursuant to the provisions of Schedule-V of the Companies Act, 2013 are as under:

I. General Information				
Sr.	Particulars	Information		
1	Nature of Industry	The company manufactures industrial and cultural paper of different varieties.		
2	Date of commencement of commercial production	The company started commercial production in 1938.		
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A		
4	Financial performance based on given indicators	The financial results for the last three years are as under:		
				(Cr.)
		Particulars	Total Income	Profit before Tax
		FY 2024-25	460.27	53.44
		FY 2023-24	476.38	80.90
		FY 2022-23	514.60	83.34
				Profit after Tax
				41.14
				64.00
				65.67

Sr.	Particulars	Information
5	Export performance	FOB value exports Rs. 233.97 lacs: FY 2024-25.
6	Foreign Investments or collaboration, if any.	None
II.	Information about the Managerial Personnel	Mr. Madhukar Mishra (DIN: 00096112)
1	Background Details	Mr. Madhukar Mishra, aged 68 years, is a graduate in Science besides having DMS (Management). He has experience of over 46 years in Management, Corporate planning & strategy, M&A, Administration and Marketing.
2	Past Remuneration	Basic Salary Rs. 12.20 lacs per month+ Special Allowance Rs. 8.00 lacs per month + House Maintenance Allowance Rs. 0.29 lac per month+ Performance pay Rs. 115 lacs per annum + Perquisites and benefits as per Rules of the company
3	Recognition or awards	Mr. Mishra has been past President of Indian Paper Manufacturers' Association, New Delhi. He has also served as Chairman of Development Council for Pulp, Paper, Allied Industry (DCPPAI). He has also been member of Managing Committees of various Chambers of Commerce from time to time. He has also been associated with various educational institutions in various capacity including IIT, Roorkee Saharanpur Campus.
4	Job profile and his suitability	Mr. Mishra is occupying the position of Managing Director of the company since 2001. He takes care of overall management of the company. Under his leadership, the company has performed well amid various challenges and constraints.
5	Remuneration Proposed	Salary, Allowances, Perquisites and other terms as given in Explanatory Statement of Item No.-4.
6	Comparative remuneration profile with respect to Industry	Rs. 40-45 lacs per month
7	Pecuniary relationship	No pecuniary relationship with the company other than the salary drawn.
III.	Other information	
1	Reason of loss or inadequate profits	The company has been earning sufficient profits in the recent past. However considering that the business is cyclical in nature. Performance may vary in future.
2	Steps taken or proposed to be taken	Some projects to improve efficiency and other aspects of business are in pipeline.
3	Expected increase in the productivity or profits in the measurable terms	The proposed projects when implemented shall bring reduction in cost of production./ improvement in technology/ extended life of assets etc.

Mr. Mishra satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for re-appointment as Managing Director of the Company. The above may be treated as a written memorandum setting out the terms of appointment of Mr. Madhukar Mishra under Section 190 of the Act. This Statement may also be regarded as an appropriate disclosure under the Companies Act, 2013 Act and SEBI (LODR) Regulations, 2015.

ITEM NO. 5

Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") requires every listed entity to appoint a peer reviewed Company Secretary or a Firm of Company Secretary(ies) as a Secretarial Auditor on the basis of recommendation of the Board of the Directors.

The Board of Directors of the Company ("Board"), at its meeting held on 13th Aug., 2025 has, considering the experience and expertise and on the recommendation of the Audit Committee, recommended to the Members of the Company, appointment of M/s D. Dutt & Co., Practicing Company Secretaries (Unique Code No.-I2001WB209400), as Secretarial Auditor for a term of 5 (five) consecutive financial years, commencing from the financial year 2025-26 to the financial year 2029-30 on such remuneration as may be determined by the Board of Directors of the Company from time to time.

M/s D. Dutt & Co., a Proprietor firm of Practicing Company Secretaries, Kolkata registered with the Institute of Company Secretaries of India (ICSI) having experience of 24 years and Mr. Debabrata Dutt (FCS-5401; Certificate of Practice No. - 3824), Prop. of said firm carries vast experience and expertise on Companies Act, 2013, SEBI laws and other allied Acts. The firm is engaged in rendering (i) Compliance & Assurance

Services; (ii) Advisory and Representation Services; and (iii) Transactional Services for various reputed companies. M/s D. Dutt & Co., Practicing Company Secretaries, have consented to their appointment as the Secretarial Auditor, if appointed and have confirmed that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India ("ICSI") and hold a valid certificate of peer review (P.R Cert. No.-2277/2022) issued by the ICSI. Further eligible for appointment as the Secretarial Auditor and are free from any disqualifications. The proposed remuneration to be paid to the Secretarial Auditor for the financial year 2025-26 is Rs. 85,000/- (Rupees Eighty Five Thousand only). The said remuneration excludes applicable taxes and out of pocket expenses. The remuneration for the subsequent years of their term shall be fixed by the Board of Directors based on the recommendation of the Audit Committee .

In accordance with the provisions of Regulation 24A of the Listing Regulations, the appointment of Secretarial Auditor, is required to be approved by the Members of the Company. Accordingly, the Board recommends the Resolution at Item No. 5 to be passed as Ordinary resolution. None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 6

The Board, on the recommendation of the Audit & Risk Management Committee, has approved the appointment M/s K.B. Saxena & Associates, Cost Accountants as cost auditors at a remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus applicable taxes and out-of-pocket expenses to conduct the audit of the cost records of the company for the financial year 2025-26.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit & Risk Management Committee and approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, consent of the shareholders is sought for passing an Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of the remuneration payable to M/s K.B. Saxena & Associates, Cost Accountants as Cost Auditors for the financial year 2025-26.

The Board recommends the Resolution at Item No. 6 to be passed by the Members as Ordinary resolution.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors/ KMPs are, in any way, concerned or interested, in the resolution set out at Item No. 6 of the Notice.

Additional information in respect of directors seeking appointment/re-appointment pursuant to SEBI Listing Regulations, 2015 and Secretarial Standard on General meetings

Name	Mr. Shrivardhan Goenka (DIN:00030375)	Mr. Madhukar Mishra (DIN:00096112)
Date of Birth	9th August, 1975	5th April, 1957
Date of Appointment	9th September, 2002	1st July, 2001
Qualifications	B.Com., MBA (USA)	B.Sc, DMS (Management)
Expertise in specific functional area	General Business Management	Business Management, Admin. & Operations
Directorship in other companies	i) Duncans Tea Ltd. ii) Odyssey Travels Ltd.	Nil
Chairmanship/Membership of committees* of other companies (includes only Audit Committee and Stakeholders' Relationship Committee)	Nil	Nil
Inter-se relationship with other Directors and Key Managerial Personnel	Nil	Nil
Details of Remuneration sought to be paid	Sitting fees for attending Board/Committee(s) meetings as approved by the Board from time to time	As provided in Explanatory statement of Item No.-4
Shares held in Star Paper Mills Ltd.	45, 500	Nil

ANNUAL REPORT --- 2024-25



STAR PAPER MILLS LIMITED



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FORWARD LOOKING STATEMENT

Statement in this report that describes the Company's objectives, projections, estimates, expectations or predictions of the future may be 'forward looking statement' within the meaning of the applicable securities laws and regulations. The Company cautions that such statements involve risks and uncertainty and that actual results could differ materially from those expressed or implied. Important factors that could cause difference include but are not limited to raw material cost or availability, demand and pricing in the Company's markets, changes in government regulations, economic developments within the countries in which the Company conduct business and other factors relating to the Company's operations, such as litigations, labour negotiations and fiscal regimes.

Corporate Information

Mr. G.P. Goenka

Chairman Emeritus

BOARD OF DIRECTORS**Mr. Shiromani Sharma**

Chairman/Independent
Director

(upto 27.09.2024)

Mr. Shrivardhan Goenka

Non-Executive Director

Mr. C.M. Vasudev

Independent Director

(upto 27.09.2024)

Mr. Madhukar Mishra

Managing Director

Mrs. Pragya Jhunjhunwala

Non-Executive Director

Dr. (Mrs.) Sheela Bhide

Independent Director

(upto 31.05.2024)

Dr. R.C. Lodha

Independent Director

Mr. Anoop Mishra

Independent Director

(w.e.f. 28.09.2024)

Mr. Atulmani Sharma

Independent Director

(w.e.f. 28.09.2024)

STATUTORY AUDITORS

M/s Lodha & Co., LLP

Chartered Accountants, Kolkata

COST AUDITORS

M/s K.B. Saxena & Associates,

Cost Accountants, Lucknow

SECRETARIAL AUDITOR

M/s D. Dutt & Co., Company Secretaries,
Kolkata

Mr. Sanjeev K. Garg

Chief Financial Officer

Mr. Saurabh Arora

Company Secretary

BANKERS

Bank of Baroda, Punjab National Bank,
ICICI Bank

MILL

Saharanpur - 247001 (Uttar Pradesh)

Ph.: (0132) 2714101-05

REGISTERED OFFICE

'Duncan House', 2nd Floor,
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REGISTRAR & SHARE TRANSFER AGENT

KFin Technologies Limited.

6th Floor, Karvy Selenium Tower-B, Plot No. 31 & 32,
Gachibowli. Nanakramguda, Serilingampally,
Hyderabad - 500 032, (Telangana)

Ph.: 040- 6716 2222

Toll Free: 1800-309-4001

e-mail : einward.ris@kfintech.com

Management Discussion & Analysis Report

GLOBAL ECONOMY

The global economy exhibited steady yet uneven growth across regions. A notable trend was the slowdown in global manufacturing, especially in Europe and parts of Asia, due to supply chain disruptions and weak external demand. In contrast, the services sector performed better, supporting growth in many economies. Inflationary pressures eased in most economies.

However, the landscape has changed as governments around the world reorder policy priorities and uncertainties have climbed to new highs. Forecasts for global growth have been revised markedly down compared to what was predicted, reflecting effective tariff rates at levels not seen in a century and a highly unpredictable environment. Intensifying downside risks dominate the outlook, amid escalating trade tensions and financial market adjustments. Divergent and swiftly changing policy positions or deteriorating sentiment could lead to even tighter global financial conditions. Ratcheting up a trade war and heightened trade policy uncertainty may further hinder both short-term and long-term growth prospects.

INDIAN ECONOMY & PAPER INDUSTRY

In this global context, India displayed a steady economic growth. India's GDP grew by 6.4% in FY25. This growth is driven by strong performance in agriculture and services, while manufacturing faces some challenges. The macroeconomic health checklist looks good. As the country aims to accelerate its economic growth rate in the coming years, it has the tailwind of strong balance sheets in the domestic corporate and financial sectors.

On the contrary, Indian Paper Industry faced an oversupply issue, primarily caused by a significant rise in paper imports, particularly from China and ASEAN countries, which led to cut-throat market competition and reduced realisations. Furthermore, the cost of raw materials (domestic wood) surged to unprecedented levels as other wood-based industries heightened their demand, coinciding with a decreased wood supply due to plantation impacts from Covid. This combination of increased imports and soaring wood prices severely pressured margins of paper manufacturers in FY 2024-25.

SWOT ANALYSIS

Strengths:

Government's thrust for improving education and literacy in the country, one of the fastest growing Economies in the world provide a strong foundation for growth prospects of Paper Industry. Focus on Recyclable materials, E-commerce etc. further enhance the future outlook.

Weaknesses:

Scarcity of raw materials, higher input prices, absence of Government policies favoring Industrial plantations etc. are significantly constraining paper manufacturers. Competition from duty free imports and uncertainty in the economic environment also impacts the Industry.

Opportunities:

Despite continued focus on digitization, India's demand for paper is expected to increase substantially in the coming years on the back of growing consumerism, growth of the organized retail and E-commerce, rising literacy and increasing usage of packaging paper. Further, an effective ban on single-use plastic will provide growth opportunities to the Industry.

Threats:

Imports from low cost producing countries with which India has Free Trade Agreements has emerged a major threat to the Industry which led to a supply-glut. Increasing digitalisation across the world will lead to some substitution of usage of paper. Further, ongoing Geo-political tensions are a potential threat to the future growth of economies across the Globe.

SOCIAL FARM FORESTRY

Under Social Farm Forestry programme, large scale plantations are undertaken on the farmers' land. As in the past, momentum of Social Farm Forestry Program was maintained during the year 2024-25. Your company planted and distributed approximately

47.79 lacs seedlings during the year covering an area of 13,240 Hectares. The program helps in enhancing rural income and facilitate sustained availability of raw material to the Mill.

RISKS & CONCERN

Various risks are associated with the business operations of the company. Higher input costs, less-favoured Govt. policies, environmental issues, market risks, competition from imports etc. are some of the key concerns associated with the company's business.

Your company identifies and evaluates various risks associated with the organization and takes appropriate preventive steps to the extent possible.

INTERNAL CONTROL SYSTEM

Your Company has established adequate internal control systems, which provide reasonable assurances with regard to safeguarding Company's assets, promoting operational efficiencies and ensuring compliance with various statutory provisions. The company periodically reviews Internal control systems and procedures to ensure conduct of business effectively and efficiently. Internal control system ensures:

- Accurate recording of transactions with internal checks and prompt reporting.
- Adherence to applicable accounting standards.
- Periodic review to effectively manage working capital.
- Review of capital investments and long term business plans.
- Compliance with applicable statutes, policies and listing regulations.
- Effective use of resources and safety of assets.

FINANCIAL PERFORMANCE

Your company reported satisfactory financial and operational performance for the financial year 2024-25 despite facing various market challenges and constraints. The company clocked a turnover of Rs. 436.34 Crores for the year 2024-25 vis-a-vis Rs. 444.47 Crores for the preceding year. The Profit after tax (PAT) for the year stood at Rs. 41.14 Crores as against Rs. 64.00 Crores for FY 2023-24.

KEY FINANCIAL RATIOS

The changes in key financial ratios as compared to previous financial year are as under:

Particulars	2024-25	2023-24
Operating Profits Margin (%) (Low paper prices and higher raw material cost resulted in drop in operating profit margin)	12.25	18.8
Net Profits Margin (%) (Low paper prices and higher raw material cost resulted in drop in net profit margin)	9	14
Debtors Turnover ratio (No. of times) (Decrease in sales for FY 2024-25 vis-a-vis previous year resulted in decrease in ratio)	75	114
Stock Turnover ratio (No. of times) (Decrease in sales and increase in inventory for FY 2024-25 vis-a-vis previous year resulted in decrease in ratio)	3.48	4.22
Debt-Equity ratio (%)	0.01	0.01
Current ratio (No. of times)	6.91	6.2
Interest-Service Coverage Ratio	-	-
Return on Networth (%) (Decrease in Profit after tax for FY 2024-25 vis-a-vis previous year resulted in decrease in ratio)	6.00%	10.00%



HUMAN RESOURCES

Your company considers the human resources as its invaluable asset. The company conducts from time to time training programs with the purpose of creating opportunities for employees to enhance their skills and work-efficiency. Industrial relations remained cordial throughout the year under review. There are 382 employees on the company's roll.

FUTURE OUTLOOK

Looking ahead, India's economic prospects for coming period are balanced. Headwinds to growth include elevated geopolitical and trade uncertainties and possible commodity price shocks. Domestically, the translation of order books of private capital goods sector into sustained investment pick-up, improvements in consumer confidence, and corporate wage pick-up will be key to promoting growth. Rural demand backed by a rebound in agricultural production, an anticipated easing of food inflation and a stable macro-economic environment provide an upside to near-term growth

FORWARD LOOKING STATEMENTS

This Report contains forward looking statements based upon the information available with the company, assumptions with regard to global economic conditions, Government policies etc. The company do not guarantee accuracy of the assumptions and perceived performance of the company in future. It is thus cautioned that the actual results may materially differ from those expressed or implied in the report.

Directors' Report 2024-25

Dear Shareholders,

The Board of Directors of the company is pleased to present the Directors' Report together with Audited Financial Results of your company for the financial year 2024-25.

1. FINANCIAL HIGHLIGHTS

Audited financial results for the financial year ended on 31st March, 2025 are summarised below:

AUDITED FINANCIAL RESULTS

(₹ in Crores)

Particulars	FY ended 31 st March, 2025	FY ended 31 st March, 2024
Profit before interest and depreciation	60.79	88.98
Interest and finance charges	0.96	0.84
Depreciation	6.39	5.44
Profit before Exceptional Items	53.44	82.70
Exceptional & non-recurring items	-	(1.80)
Profit before tax	53.44	80.90
Provision for Income Tax	12.30	16.90
Profit after tax (PAT)	41.14	64.00
Earning per share (EPS)- in Rupees	26.36	41.01

2. DIVIDEND & TRANSFER TO RESERVES

Considering the financial performance of the company for the financial year ended 31st March, 2025 and the present position of the Industry, the Board of Directors is pleased to recommend a dividend of Rs. 3.50/- per equity share (35%) of Rs. 10/- each for the year ended 31st March, 2025 subject to approval of the Shareholders at the ensuing Annual General Meeting.

The company has not transferred any amount of profits for the year to General Reserve.

3. STATE OF THE COMPANY AFFAIRS

Review of performance for the year 2024-25:

There has been an upsurge in Imports at low prices from FTA areas which adversely impacted the domestic paper industry both in terms of domestic market share and product prices. At the same time, wood prices have been continuously increasing. These factors combined have led to lower margins.

Amid these challenges, your company reported a Profit after tax (PAT) of Rs. 41.14 Crores for the year 2024-25 as against Rs. 64.00 Crores for the previous financial year.

There have been no material changes and/or commitments affecting the financial position of the company since the close of financial year till date of this report. Further, there is no change in nature of business of the company during the year under review.



Expectations for the year 2025-26:

While the factors outlined above continue to play out in the current financial year, additional uncertainty has been injected in the global trade system by recent tariff changes in two major economies. It is as yet unclear how long this will prevail, what will be the final outcome and its impact if any on Global paper trade and Indian Industry. We expect Domestic demand to grow in step with the Country's economy but Global factors will impinge on Paper Industry's performance.

4. ANNUAL- RETURN EXTRACTS

Pursuant to Section 134(3)(m) of the Companies Act, 2013, Annual Return in the prescribed format is available at https://starpapers.com/pdf/ann_return_2025.pdf

5. BOARD MEETINGS/AUDIT COMMITTEE

- a) During the financial year ended 31st March, 2025, five (5) meetings of the Board of Directors were held on 24th May, 2024, 13th Aug., 2024, 27th Sept., 2024, 14th Nov., 2024 and 12th Feb., 2025.
- b) Audit & Risk Management Committee-

The Company has constituted the Audit & Risk Management Committee of the Board pursuant to Section 177 of the Companies Act, 2013 and its terms of reference are in conformity with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The composition of Committee is mentioned in the Corporate Governance Report.

6. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review is presented in a separate section forming part of the Annual Report for 2024-25.

7. VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

Pursuant to Section 177 of the Companies Act, 2013, the company has established a 'Vigil Mechanism' for directors and employees to report their genuine concerns to the company. The company oversees this 'Vigil Mechanism' through the Audit & Risk Management Committee of the Board.

8. ENVIRONMENT, POLLUTION CONTROL AND SAFETY

Your Company is committed to provide safe working conditions and healthy environment to its stakeholders. STAR is accredited with IS/ISO 9001:2015, IS/ISO 14001: 2015, and IS/ISO 45001:2008 which signifies adoption of integrated quality, environment and safety management systems to harmonize Industrial activities with environmental preservation with letter and spirit. Your company has the requisite environmental clearances from the Government Departments as per the legal requirements.

The company has been conferred the following awards during the year 2024-25:

- i) Excellent/Par Excellence Awards in 38th National Quality Circle Conventions held at Gwalior organized by Quality Circle Forum of India, Hyderabad.
- ii) Gold Awards in 49th International Quality Circle Convention held in Sri Lanka organized by Sri Lanka Association for Advancement of Quality & Productivity (SLAAQP).
- iii) Gold Awards in Chapter Convention on Quality Concepts held at Varanasi organized by Quality Circle Forum of India, Hyderabad.
- iv) Platinum Award under Apex India Green Leaf Award 2024 for water stewardship by Apex India Foundation.
- v) Award for outstanding achievement in ensuring Environment Protection in 24th Global Greentech Environment & Sustainability Awards, 2025 by Greentech Foundation, New Delhi.

9. SOCIAL FARM FORESTRY

As in the past, the company continues to assist pulpwood plantation with active co-operation of the farmers. Your company has increased its Clonal Multiplication capacity to further enhance plantation activity in coming years.

The program is of immense importance as it increases green cover, enhance raw material base and supplement rural income generation.

10. FIXED DEPOSITS

The company has not invited any fixed deposits during the year and as such there has been no default in repayment of deposit or payment of interest thereon during the year. There were no outstanding fixed deposits as on 31st March, 2025. (Rs. Nil as on 31st March, 2024).

The company is in compliance with provisions of the Companies Act, 2013 and rules made thereunder in respect of deposits.

11. INTERNAL CONTROLS

The company has adequate internal control systems in place on the basis of which financial accounting is done and periodically financial statements are prepared. Such Internal control systems are adequate and operating effectively.

During the year, no instance of any fraud was reported by the statutory auditors of the company under section 143(12) of the Companies Act, 2013.

12. REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)

The company has adopted a policy on Corporate Social Responsibility (CSR) to fulfill its obligation towards the society. The CSR Policy may be accessed on the company's website at <http://www.starpapers.com>. The key philosophy of the Company's CSR initiative is to promote development through social and economic transformation. The composition of Committee is mentioned in the Corporate Governance Report.

The Report on CSR activities undertaken during the financial year ended 31st March, 2025 is provided as **Annexure -I**.

13. DIRECTORS/KEY MANAGERIAL PERSONNEL/OTHERS

- i) Pursuant to Section 152 of the Companies Act, 2013, Mr. Shrivardhan Goenka (DIN-00030375) shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment as a Director of the company
- ii) Dr. (Mrs) Sheela Bhide (DIN-01843547) resigned from Directorship of the company w.e.f 31.05.2024 due to personal reasons.
- iii) Mr. Shiromani Sharma (DIN-00014619) and Mr. C.M Vasudev (DIN-00143885), Independent Directors of the company have retired from Directorship of the company post completion of their respective tenures on closing hours on 27.09.2024.
- iv) Mr. Anoop Mishra (DIN-02849054) and Mr. Atul Mani Sharma (DIN-10791352) have been appointed as Independent Directors of the company w.e.f 28.09.2024.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under Section 178 (6) of the Companies Act, 2013 and SEBI Listing Regulations, 2015. The company's familiarization program for Independent Directors is posted on the website of the company and can be accessed at https://starpapers.com/pdf/familiarisation_prog1.pdf

14. NOMINATION AND REMUNERATION COMMITTEE/POLICY

The Board of Directors has constituted a 'Nomination & Remuneration Committee' which follows the company's policy on directors' appointment and remuneration including criteria for determining qualification, positive attitudes, independence of a director and other matters provided under section 178 (3) of the Companies Act, 2013.

The gist of company's policy on nomination and remuneration is as under:

The Committee shall consider ethical standards of integrity, qualification, expertise and experience for appointment of Directors/ KMP etc. and recommend to the Board of Directors. Directors/ KMP etc shall be appointed as per the procedure laid down in applicable laws.

The Committee will recommend the remuneration to be paid to Directors/KMP etc requiring Committee approval as per statutory provisions. The level and composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate the appointee(s). Nomination and Remuneration Policy of the company can be accessed from the company website -www.starpapers.com.

15. LOAN, GUARANTEE, INVESTMENTS ETC.

The particulars of loan, guarantees or investments under section 186 of the Companies Act, 2013 have been given in the financial statements.

16. SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANIES

No company has become or ceased to be the company's subsidiary/joint venture/associate company during the year.

17. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars regarding energy conservation, technology absorption and foreign exchange earnings/outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are furnished as **Annexure-II** to this Report.

18. PARTICULARS OF EMPLOYEES AND REMUNERATION

Information in accordance with the provisions of Section 134(3)(q) and Section 197(12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 regarding employees' remuneration are given hereunder:

i) Name of the employee who is in receipt of remuneration of Rs. 8.50 lacs per month/ Rs. 102 lacs per annum or more during the financial year 2024-25:

Sr.	Name & Designation	Remuneration* recd.-(lacs)	Nature of employment	Qualification & experience	Date of com- mencement of employment	Age	Last employment held	% of equity shares held	Whether relative to director
1	Mr. Madhukar Mishra, Manag- ing Director	476.89	Contractual	B. Sc., DMS (Mgt.) 45 years	01/07/2001	68 years	Sr. VP (Corporate Planning) -Dail Consultants Ltd.	Nil	No

*including employer's provident fund contribution.

a) Ratio of remuneration of each director to the median remuneration of employees

Director	Director remuneration (DR)-Rs.	Median remuneration (MR) of employee -Rs.	Ratio (DR/MR)
Mr. Shiromani Sharma*	2,80,000	3,78,528	0.74
Mr. Shrivardhan Goenka	4,40,000	3,78,528	1.16
Mr. C.M. Vasudev*	2,80,000	3,78,528	0.74
Mrs. Pragya Jhunjunwala	2,40,000	3,78,528	0.63
Dr. (Mrs) Sheela Bhide**	40,000	3,78,528	0.11
Dr. R.C. Lodha	2,80,000	3,78,528	0.74
Mr. Atul Mani Sharma	1,20,000	3,78,528	0.32
Mr. Anoop Mishra	2,40,000	3,78,528	0.63
Mr. Madhukar Mishra	4,76,89,222	3,78,528	125.98

* Retired from Directorship of the company post completion of their respective tenures on 27.09.2024.

** Resigned from Directorship of the company w.e.f. 31st May, 2024.

b) % increase in remuneration of each director, CEO, CFO, CS in the financial year 2024-25

Official Name	Year 2024-25 Remuneration-Rs. In lacs	% increase in remuneration
Directors	Non-executive Directors are receiving only sitting fees for attending meetings @ Rs. 40,000/- per Board/Committee meeting.	
Managing Director	476.89	3.7%
Chief Financial Officer	44.64	15.0%
Company Secretary	23.10	5.0%

- c) There was no % increase in median remuneration of employees in the financial year 2024-25 vis-a-vis the preceding year.
- d) There were 382 permanent employees on the rolls of the company as on 31.03.2025.
- e) Average increase in remuneration inter-alia depends upon the inflation, individual's performance, company policy, human resource demand-supply position, negotiations with trade unions, company performance etc.
- f) Average percentage increase in salaries of employees vis-a-vis managerial personnel - Average percentage increase in salaries of employees was 5.2% vis-a-vis 7.9% in salary of managerial personnel for FY 2024-25.
- g) No director is getting any variable component of remuneration except performance pay to the Managing Director as decided by the Board of Directors every year based on performance of the company, terms of appointment and applicable statutory provision. Remuneration is as per remuneration policy of the company.

19. PERFORMANCE EVALUATION

The company has a Policy on Nomination & Remuneration and Evaluation of directors etc. The Board of Directors evaluates its own performance, that of Committee(s) and individual director(s) on annual basis in the manner envisaged by the Nomination & Remuneration Committee (NRC) of the Board. Nomination & Remuneration Committee (NRC) also ensures that evaluation process is carried out by the Board every year as per the prescribed method.

20. HUMAN RESOURCES AND WELFARE

The company has a structured approach to manage its human assets as per the emerging needs of the company. Industrial relations remained cordial during the year 2024-25.

The company has zero tolerance against any sexual harassment of woman at workplace. During the year under review, there was no case reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaint pending at the beginning and closure of the year.

21. DIRECTORS' RESPONSIBILITY STATEMENT

As required under the provisions of Section 134(3)(c) Directors Responsibility Statement on preparation and presentation of these accounts is as per **Annexure-III** to this Report.

22. CORPORATE GOVERNANCE

A separate report on corporate governance, along with a certificate from the statutory auditors confirming the compliance with corporate governance requirements has been annexed as **Annexure-IV** to Directors' Report.

23. AUDITORS

The members at their 83rd Annual General Meeting held on 21st Sept., 2022 appointed M/s Lodha & Co., Chartered Accountants, Kolkata as statutory auditors of the company to hold office from the conclusion of 83rd AGM till the conclusion of 88th AGM of the company.

24. COST AUDITORS

Pursuant to Section 148(3) of the Companies Act, 2013 read with the Rules made thereunder, the company is required to maintain cost records and accordingly such accounts and records are maintained. The Board of Directors on the recommendation of



Audit & Risk Management Committee has appointed M/s K.B. Saxena & Associates, Cost Accountants, Lucknow as the Cost Auditors of the Company for the financial year 2024-25.

25. AUDITORS' REPORT

i) Statutory Audit:

The observations of the auditor read with relevant notes on the financial statements are self-explanatory.

ii) Secretarial Audit:

M/s D. Dutt & Co., company secretary in practice, secretarial auditor of the company has done secretarial audit for FY 2024-25. Secretarial audit report is attached as **Annexure-V**. The observations of the secretarial auditor in the report are self-explanatory.

26. TRANSACTIONS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the company during the financial year with related parties were in the ordinary course of business and on arm's length basis. During the year, the company had not entered into any contract / arrangement / transaction with related parties which could be considered material. Information pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies(Accounts) Rules, 2014 are given in **Annexure-VI** in Form AOC-2 and the same forms part of this report.

27. RISK MANAGEMENT

The Company is having Risk Management framework covering identification, evaluation and control measures to mitigate the identified business risks.

28. LISTING ON STOCK EXCHANGES

Your company's equity shares are listed on National Stock Exchange of India Ltd. (NSE) and The Stock Exchange, Mumbai (BSE). The company has paid the listing fees to the stock exchanges for the financial year 2024-25.

29. ACKNOWLEDGEMENT

The Board of Directors place on record their gratitude for valuable support and contribution of all the Stakeholders viz., employees, bankers, investors, customers, suppliers and the Government Departments during the year 2024-25.

For and on behalf of the Board

Date : 29th May, 2025

Shrivardhan Goenka
Director

Madhukar Mishra
Managing Director

Annexure - I to Directors' Report

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2024-25

1. A brief outline of the Company's CSR Policy Please refer to Section Corporate Social Responsibility in the Directors' Report.
2. Composition of CSR Committee- As provided in Corporate Governance Report
3. Provide the web-link where composition of CSR Committee CSR Policy, CSR projects approved by the board are disclosed on web-site of the company- <https://starpapers.com/spm.asp?page=fs>
4. Provide the details of impact assessment of CSR Projects carried out in pursuance to Rule 8(3) of the Companies (CSR Policy) Rules, 2014 (if applicable)- N.A
5. Details of amount available for set-off in pursuance of Rule 7(3) of the Companies (CSR Policy) Rules, 2014 and amount required for set-off for the financial year, if any- Rs. 21.90 lacs
6. Average net profit of the Company as per section 135(5)- Rs. 6350 lacs
7. (a). Two percent of average net profit of the company as per section 135(5)- Rs. 127.00 lacs
- (b). Surplus arising out of the CSR projects or programmes or activities of the previous financial year- Nil
- (c). Amount required to be set-off for the financial year, if any- Rs. 21.90 lacs
- (d). Total CSR obligation for the financial year (7a+7b-7c)- Rs. 127.00-21.90=105.10 lacs

- 8 (a). CSR amount spent or unspent for the financial year:

Total amount spent for the FY 2024-25	Amount unspent (in Rs.)				
Rs. 105.10 lacs	Total amount transferred to unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Sch.-VII as per second proviso to section 135(6)		
	Amount	Date of transfer	Name of fund	Amount	Date of transfer
	NIL	N.A	N.A	NIL	N.A

- (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 Sr.	2 Name of the projects	3 Item from the list of activities in Sch.-VII to the Act	4 Local area (Yes/No)	5 Location of the project -Distt & State	6 Amount spent for the projects	7 Mode of implementation -Direct (Yes/No)	8 Mode of implementation through implementing Agency-Name and CSR Registration number
1	Measures to help reducing hunger & malnutrition, promoted healthcare including preventive healthcare through various camps and awareness programmes.	Eradicating hunger, poverty, malnutrition, promoting health care and sanitation including contribution to swachh bharat kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.	Yes	Saharanpur (UP)	24.12	Yes	N.A
2	Skill training for employment enhancing capabilities to students, promoting education and time to time encouragement to students to further excel in studies.	Promoting education, including special education and employment enhancing vocational skill specially among children, women, elderly and differently abled and livelihood enhancement projects.	Yes	-do-	63.44	Yes	N.A
3	Promoting gender equality, woman empowerment, distribution of sanitary napkins and care for senior citizen and economically backward people.	Promoting gender equality, empowering woman, setting up homes and hostels for woman and orphans, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.	Yes	-do-	5.97	Yes	N.A
4	Distribution of environment friendly cotton bags to avoid polythene usage,	Ensuring environmental sustainability/ ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water etc.	Yes	-do-	9.57	Yes	N.A
4a	Animal (Cow) welfare	Animal Welfare	No	Mathura-UP	1.50	No	CSR00015847
5	Restoration / renovation of building and site of historical importance, works of art	Protection of national heritage, art and culture including restoration of building and site of historical importance, works of art	Yes	Saharanpur (UP)	0.50	Yes	N.A

- (d) Amount spent in Administrative Overheads- NIL
 (e) Amount spent on impact assessment, if applicable- N/A
 (f) Total amount spent for the financial year
 (8b+8c+8d+8e)- Rs. 105.10 Lacs
 (g) Excess amount for set-off for, if any- Rs. 21.90 Lacs

Sl. No.	Particulars	Amount-Rs. In Lacs
(i)	Two percent of average net profit of the company as per section 135(5)	127.00
(ii)	Total amount spent for the financial year	105.10
(iii)	Excess amount spent for the financial year 2024-25 [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any.	Nil
(v)	Amount available for set-off in succeeding financial years of 2024-25 [(iii)-(iv)]	Nil
(vi)	Total amount available for set-off in succeeding years .	Nil

- 9 (a) Details of Unspent CSR Amount for the preceding 3 financial years: NIL
 (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 assets so created or acquired through CSR spent in the financial year: N.A
 11. Specify the reason(s), if the company failed to spend two percent of the average net profits as per section 135(5)- N.A

Madhukar Mishra
 Managing Director
 29th May, 2025

Shrivardhan Goenka
 Chairman, CSR Committee

Annexure-II

Information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are as under:

A. PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

I. The company has taken following measures for conservation of energy:

- Installation of APFC panel for 100 KVAR Mills' colony transformer.
- Commissioning of low capacity circulating pump at cooling towers in Utility Section. .
- Reduction in un-burnt carbon in ash of Cheema Boiler from 7% to 5% .

II. Additional investments and proposals being implemented for reduction in consumption of energy:

- Equipment for flow approach cleaning system.
- Replacement of old motors with energy efficient motors

III. The projects given in I. & II. above involved a cost of approximately Rs. 166.77 Lacs. Impacts of aforesaid measures are as under:

- System improvement with reduction in energy consumption and thus energy costs.

IV. Steps taken for utilizing alternate sources of energy:

We are studying viability of renewable energy plant as an alternate source of power.

B. TECHNOLOGY ABSORPTION:
I. RESEARCH AND DEVELOPMENT (R&D)

Department of Science and Industrial Research (DSIR), Ministry of Science and Technology, Government of India recognizes our in-house Research & Development (R&D) Department. Your company has undertaken the following R & D activities during the FY 2024-25:

1. The major areas in which the company carried in-house R&D projects are as under:

- a) Development of various varieties of Packaging Paper.
- b) Development of Industrial Grade Papers.
- c) Development of Food Grade High strength packaging paper.
- d) Development of new shades of various grades of paper.
- e) Exploration of new species of Pulp wood.

2. Benefits derived as a result of above R&D projects

- a) Improved market share in special grades, high strength and food grade paper.
- b) Improved process of paper making along with cost reduction.

3. Future Plan of Action

- a) Development of new grades/varieties of paper.
- b) Optimization of water, fiber losses and energy consumption.
- c) Optimization of paper making chemicals.
- d) Development of new vendors for cost reduction.

4. Expenditure on R&D-
Rs. in lacs

a) Capital	Nil
b) Revenue	215.14
c) Total	215.14
d) R&D Expenditure as a percentage of total Turnover	0.49%

II. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

Efforts made, in brief, towards Technology absorption are as under :

Erection and commissioning of Voith make medium consistency centri-cleaner system at PM-II which will result in reduction of fiber losses, improvement in cleaning efficiency and reduction in power consumption.

III. INFORMATION RELATED TO IMPORTED TECHNOLOGY:

(a) Technology imported	Nil
(b) Year of import & country	Nil
(c) Has technology been fully absorbed?	N.A
(d) If not fully absorbed, areas where it has not taken place, reasons there for and future plans of action.	N.A

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Earnings -	Rs. 233.97 Lacs
Outgo-	Rs. 195.86 Lacs

For and on behalf of the Board

Date : 29th May, 2025

Shrivardhan Goenka
Director

Madhukar Mishra
Managing Director

Annexure-III

DIRECTORS' RESPONSIBILITY STATEMENT

As required under the provisions of Section 134(5) of the Companies Act, 2013 the Board wishes to confirm for the financial year ended 31st March, 2025 that:

- (a) In preparation of accounts, applicable accounting standards have been followed .
- (b) Such accounting policies as were reasonable and prudent were selected in preparing the accounts and these were applied consistently. Further judgements and estimates that were reasonable and prudent were also made in the course of preparing the accounts so as to give a true and fair view of the Company's state of the affairs as at the end of the financial year and its profit for financial year ended 31st March, 2025.
- (c) Proper and sufficient care was taken for the maintenance of proper accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- (d) The accounts have been prepared on going concern basis.
- (e) The directors had laid down internal financial controls to be followed by the company and such internal financial controls are adequate and operating effectively.
- (f) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and with laid down internal financial controls to be followed by the company and such system are adequate and operating effectively.

For and on behalf of the Board

Date : 29th May, 2025

Shrivardhan Goenka
Director

Madhukar Mishra
Managing Director

Annexure-IV

CORPORATE GOVERNANCE REPORT

(Pursuant to SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015)

The Board of Directors of your company is pleased to present the Corporate Governance Report for the financial year ended 31st March, 2025.

I. Company's philosophy on Corporate Governance

The Company's corporate governance philosophy is based on the principles of adhering to strong value systems, integrity and fairness in all dealings and a strong commitment to objectivity in decision making. These values are firmly established through a high degree of transparency in disclosures, engagement across the organisation and with all stakeholders. The Company's well established systems and procedures ensure that the Board remains well-informed and well-equipped to fulfil its governance responsibilities and provide management with the strategic direction for sustainable value creation. The Company's corporate governance system provides the fundamental framework to execute its business in line with such business ethos.

II. Board of Directors

The Board of Directors of your company comprises eminent persons with vast knowledge and expertise in the fields of business & operations, management and administration, finance, law, marketing, branding, information technology and governance.

(a) Composition

The following is the composition of the Board of Directors as on 31st March, 2025:

Director & DIN	Category of Director	Total no. of Directorships in other Public limited companies (*)	Total No. of Memberships(M)/ Chairmanships (C) of Committees in other Public limited companies (**)	Name of other listed entities in which the directorship held and category thereof
Non-Executive Directors				
Mr. Shrivardhan Goenka DIN-00030375	Non-executive; non-independent Director	1	Nil	Nil
Dr. R.C. Lodha DIN-07177605	Independent Director	2	2 (Membership)	-Nitin Spinners Ltd.- (Independent Director) - Swadeshi Polytex Ltd.- (Independent Director)
Mr. Anoop Mishra DIN-02849054	Independent Director	3	3 (Membership); out of them in 2 (Chairperson)	VLS Finance Ltd. (Independent Director)
Mr. Atulmani Sharma DIN-10791352	Independent Director	Nil	Nil	Nil
Mrs. Pragya Jhunjunwala DIN-02315132	Non-executive; non-independent Director	Nil	Nil	Nil
Executive Director				
Mr. Madhukar Mishra DIN-00096112	Managing Director	Nil	Nil	Nil

* excludes Directorships in Private Limited Companies, Foreign Companies, Companies under Section 8 of the Companies Act, 2013, memberships of Managing Committees of various Chambers/Bodies and Alternate Directorships.

** represents Memberships / Chairmanships of Audit Committee & Stakeholders' Relationship Committee only.

There is no relationship between the directors of the company inter-se except that Mr. Shrivardhan Goenka is son of Mr. G.P. Goenka, 'Chairman Emeritus' of the company and as such they are related to each other. The company's familiarization program for Independent Directors are posted on the website of the company and can be accessed at http://www.starpapers.com/familiarisation_prog.pdf.

In the opinion of the Board, Independent Directors fulfill the conditions specified under SEBI (LODR) Regulations, 2015 and they are independent of the management .

The Directors' performance evaluation criteria is given in the Directors' Report.

(b) Meetings and Attendance

During the year ended 31st March, 2025, five (5) meetings of the Board of Directors were held on 24th May, 2024, 13th Aug., 2024, 27th Sept., 2024, 14th Nov., 2024 and 12th Feb., 2025.

Attendance of Directors at Board Meetings and Last Annual General Meeting

Director-Name	No. of Board Meetings attended	Attendance at last Annual General Meeting Yes /No	No. of shares held in the company
Mr. Shiromani Sharma*	3	Yes	Nil
Mr. Shrivardhan Goenka	5	Yes	45,500
Mr. C.M. Vasudev*	3	No	Nil
Dr. (Mrs) Sheela Bhide**	1	N.A	Nil
Dr. R.C. Lodha	4	Yes	Nil
Mr. Madhukar Mishra	5	Yes	Nil
Mrs. Pragya Jhunjhunwala	5	Yes	Nil
Mr. Anoop Mishra	2	N.A	Nil
Mr. Atul Mani Sharma	2	N.A	Nil

* Retired from Directorship of the company post completion of their respective tenures on 27.09.2024.

** Resigned from Directorship of the company w.e.f. 31.05.2024.

A meeting of Independent Directors were held on 3rd March, 2025 at Mills of the company at Saharanpur (U.P) for the financial year 2024-25. All Independent Directors were present at that meeting.

(c) Skills/expertise/competency identified by the Board of Directors

The Board comprises the qualified members who bring in the required skills and expertise to enable them to effectively contribute at deliberations at Board and Committee meetings. The below metrix summarizes the skill and expertise of of Board members in context of company' business:

Skills/expertise/competency identified by the Board in context of company's business	Name of Directors having such skills/expertise/competency available with the Board
Knowledge of paper industry and company's operations	Mr. Madhukar Mishra, Managing Director. He is serving the company as Managing Director since 2001.
Corporate planning and strategy, General Management	- Mr. Madhukar Mishra, Managing Director. - Mr. Anoop Mishra, Independent Director is retired IAS officer and has over 40 years of experience in the wide range of public service. He has worked as Secretary General, Lok Sabha, India and headed the civil administration of Uttar Pradesh, India as Chief Secretary and worked as a diplomat – Minister (Economic Affairs), Embassy of India, Washington DC, USA – in charge of economic engagement between USA and India. He has experience of working as Finance Secretary, UP and Joint Secretary, Dept. of Economic Affairs, Govt. of India, In-charge of finance and economic management. - Dr. R.C Lodha, Independent Director is M.Com, M.B.A. (Gold Medalist), Ph.D (Finance), LL.B and CAIIB and having work experience of 40 plus years in Banking, Corporate planning and strategy, General Management. He retired as Executive Director from Central Bank of India. Presently, he is in profession of Insolvency Professional of IBBI and Advocate. He has also worked with Union Bank of India, Oriental Bank of Commerce, IIFCL & CERSAI. Further, he has served as a Director of Cent Bank Home Finance Limited. - Mr. Shrivardhan Goenka, a Non-executive Director, is B.Com, and MBA from Kelloggs School of Management, USA. He is on the Board of the company since 2002. - Mr. Atul Mani Sharma, Independent Director is Graduated in Marine Engineering. He has worked as Chief Engineer with Shipping Corporation of India. He also worked with Lloyd's Register from as Surveyor and Senior Surveyor. He was also Member of United Nations team in the "Oil for Food" programme in Iraq "Expert in Mission" in 1998. He also worked as Associate Vice President with Indian Register of Shipping. He is presently a consultant providing independent third party QA / QC inspections and audits.
Operational & Financial Management.	- Mr. Madhukar Mishra, Managing Director. - Dr. R.C Lodha, Independent Director. - Mr. Anoop Mishra, Independent Director.

Skills/expertise/competency identified by the Board in context of company's business	Name of Directors having such skills/expertise/competency available with the Board
Corporate Governance	- Mr. Anoop Mishra, Independent Director. - Dr. R.C Lodha, Independent Director. - Mr. Shrivardhan Goenka, Non-executive Director. - Mr. Madhukar Mishra, Managing Director. - Mrs. Pragya Jhunjhunwala, Non-executive Director. She is Master in commerce and a fellow member of The Institute of Company Secretaries of India (ICSI). She is also a start-up consultant and associated with many NGOs.

III. Code of Conduct

A code of Conduct for all its Board members and senior management personnel for avoidance of conflict of interest has been laid down and is available on the company's website. Necessary declarations affirming compliance have been received for the financial year ended on 31st March, 2025. There were no material personal interest/personal benefits received by the Board members/senior management personnel, which could lead to potential conflict of interest with the Company as a result of their position.

IV. Committees of the Board

The Board of Directors has the following Committees for better and more focused attention to the affairs of the Company before placing the same before the Board –i) Audit & Risk Management Committee; ii) Stakeholders' Relationship Committee; iii) Nomination and Remuneration Committee (NRC); iv) Corporate Social Responsibility (CSR) Committee.

(a) Audit & Risk Management Committee

There is 'Audit & Risk Management Committee' of the Board and its role and terms of reference are in conformity with Section 177 of the Companies Act, 2013 and SEBI Listing Regulations, 2015 as amended. Statutory auditors, Internal auditors and the Cost auditors are invited from time to time to the Committee meetings. Besides, the Committee assists the Board in overseeing and approving the company's risk management framework. The company secretary acts as the secretary to the Committee.

Composition

The composition of the Audit Committee and details of its meetings during the FY 2024-25 are as under:

Sr.	Name of the Director & Designation	Category	No. of meetings attended during FY 2024-25
1	Mr. Shiromani Sharma*- Chairman	Non- executive, Independent	2
2	Mr. C.M Vasudev*-Member	Non- executive, Independent	2
3	Mr. Shrivardhan Goenka-Member	Non- executive, non-Independent	4
4	Dr. R.C. Lodha-Member (w.e.f 07.11.24)	Non- executive, Independent	2
5	Mr. Anoop Mishra-Member (w.e.f 12.11.24)	Non- executive, Independent	2

* Retired from Directorship & Committee membership post completion of their respective tenures on 27.09.2024.

During the year ended 31st March, 2025, four (4) meetings of the Audit & Risk Management Committee were held on 24th May, 2024, 13th Aug., 2024, 14th Nov., 2024 and 12th Feb., 2025.

(b) Stakeholders' Relationship Committee

Pursuant to Section 178 of the Companies Act, 2013 and SEBI Listing Regulations, 2015 as amended, the Stakeholders' Relationship Committee redresses shareholder/ investor grievances like non-receipt of Annual Report, dividend etc., approves transfer/ transmission/ sub-division/consolidation of shares, issue of duplicate share certificate, dematerialization/re-materialization of shares etc. The company secretary acts as the secretary to the committee.

Composition

The composition of the Committee and details of its meetings during the FY 2024-25 are as under:

Sr.	Name of the Director & Designation	Category
1.	Mr. Shiromani Sharma* - Chairman (upto 27.09.24)	Non- Executive, Independent
2.	Mr. Madhukar Mishra-Member	Executive
3.	Mr. Shrivardhan Goenka-Member (upto 06.11.24)	Non- Executive, Non-Independent
4.	Mrs. Pragya Jhunjunwala, Chairperson (w.e.f. 07.11.24)	Non- Executive, Non-Independent
5.	Mr. Anoop Mishra, Member (w.e.f. 07.11.24)	Non- Executive, Independent

* Retired from Directorship & Committee membership post completion of his tenure on 27.09.2024.

During the financial year ended 31st March, 2025, one meeting of Stakeholders' Relationship Committee was held on 12th Feb., 2025. All members of the Committee on that date were present in the meeting.

Mr. Saurabh Arora, Company Secretary, is the compliance officer of the company.

Shareholders Complaint(s)

During the year 2024-25, four (4) investor-complaints were received and satisfactorily resolved. There is no pending complaint at the end of the financial year.

(c) Nomination & Remuneration Committee

A Nomination and Remuneration Committee has been constituted to discharge functions envisaged under section 178 of the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015

Composition

The composition of Nomination & Remuneration Committee and details of its meeting(s) held during the FY 2024-25 are as under:

Sr.	Name of the Director & Designation	Category	No. of meetings held & attended during FY 2024-25
1	Mr. C.M. Vasudev*- Chairman	Non- Executive, Independent	2
2	Mr. Shiromani Sharma* - Member	Non- Executive, Independent	2
3	Mr. Shrivardhan Goenka	Non- Executive, Non-independent	2
4	Mr. Anoop Mishra, Chairman (w.e.f. 07.11.24)	Non- Executive, Independent	N.A
5	Mr. Atul Mani Sharma (w.e.f. 20.12.24)	Non- Executive, Independent	N.A

* Retired from Directorship & Committee membership post completion of their respective tenures on 27.09.2024.

During the financial year ended 31st March, 2025, two (2) meetings of Nomination and Remuneration Committee was held on 23rd May, 2024 and 27th Sept., 2024.

(d) Corporate Social Responsibility (CSR) Committee

Your company is committed to its social responsibilities. Under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014, the company has constituted Corporate Social Responsibility (CSR) Committee. The composition of the Committee is as under:

Sl. No	Name of the Director & Designation	Category
1	Mr. Shrivardhan Goenka-Chairman	Non- Executive, Non Independent
2	Mr. Madhukar Mishra-Member	Executive
3	Dr. (Mrs) Sheela Bhide*	Non- Executive, Independent
4	Mr. Atul Mani Sharma (w.e.f. 07.11.24)	Non- Executive, Independent

* Resigned from Directorship & Committee membership w.e.f 31.05.2024.

V. Remuneration of Directors

Remuneration-package of Executive Director(s) is determined and recommended by the Nomination & Remuneration Committee and approved by the Board of Directors and the Shareholders. Remuneration of Non-Executive Directors is restricted to sitting fees for attending meetings of the Board and sub-committees of the Board.

The details of remuneration of the directors for the financial year ended 31st March, 2025 are as under:

(Rs.)

Director	Salary#	Perquisites and other benefits##	Sitting Fees	Total
Mr. Shiromani Sharma*	-	-	2,80,000	2,80,000
Mr. Shrivardhan Goenka	-	-	4,40,000	4,40,000
Mr. C.M. Vasudev*	-	-	2,80,000	2,80,000
Dr. (Mrs) Sheela Bhide**	-	-	'40,000	'40,000
Mrs. Pragya Jhunjhunwala	-	-	2,40,000	2,40,000
Dr. R.C. Lodha	-	-	2,80,000	2,80,000
Mr. Atul Mani Sharma	-	-	1,20,000	1,20,000
Mr. Anoop Mishra	-	-	2,40,000	2,40,000
Mr. Madhukar Mishra	4,23,14,667	53,74,555	-	4,76,89,222
Total	-	-	19,20,000	4,96,09,222

* Retired from Directorship of the company post completion of their respective tenures on 27.09.2024.

** Resigned from Directorship of the company w.e.f. 31st May, 2024.

Salary includes allowances, performance pay and commission on net profits, if any. Performance pay and/or commission is/are decided by the Board based on yearly performance review.

Perquisites and other benefits include company's contribution to Provident Fund but exclude contribution to Gratuity Fund.

None of the directors except Mr. Shrivardhan Goenka (45,500 equity shares) holds any shares in the company. Except above, no non-executive director had any pecuniary relationship or transactions with the company.

Service contracts, severance fees, notice period, stock option etc.

The appointment of Executive Director(s) is governed by resolutions passed by the Nominations & Remuneration Committee, the Board of Directors and the Shareholders of the company which covers the terms and conditions of such appointment.

There is no separate provision for payment of severance fee under the resolutions governing the appointment of Executive Directors. Statutory provisions however will apply in case of severance of service. The appointments are terminable by six months' notice from either side.

The company has not given any stock option scheme to the directors/employees.

VI. The company has no subsidiary or holding company.

VII. Disclosures

- There were no material significant related party transactions which may have potential conflict with the interest of the company at large. All related party transactions during the year under reference were in the ordinary course of business and on arm's length basis. The policy on dealing with related party transactions can be accessed at <http://starpapers.com/policyparty.pdf> & policy on material subsidiary can be accessed at <http://starpapers.com/Polycymaterial.pdf>.
- The Board periodically reviews risk management policy of the company. We are in compliance with applicable corporate governance requirements as given in Reg. 17 to 27 and Reg. 46(2) of SEBI (LODR), Regulations, 2015.
- The company has established a 'Vigil Mechanism' for directors and employees to report their genuine concerns. The company oversees this 'Vigil Mechanism' through the Audit & Risk Management Committee of the Board and no one has been denied access to the Audit Committee. There were no pecuniary relationships or transactions with non-executive directors. The Management Discussion and Analysis Report forms part of the Annual Report.
- Fees to statutory auditors etc.**
Total fees for all services rendered by the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.- Rs. 12.95 lacs.
- Outstanding GDR/ADR/Warrants/any convertible instruments, conversion date and likely impact on equity-**Nil**.

(vi) Commodity price risk, foreign exchange risks and hedging activities-

As there was negligible foreign exchange exposure, there was no hedging activities.

(vii) The Chief Executive Officer (CEO) and the Chief Financial Officer (CFO)/Finance Head have given requisite compliance certificate on financial statements and the cash flow statement for the year ended 31st March, 2025.**(viii) IEPF:** Pursuant to sections 124 & 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), during the year 2024-25, the Company transferred unclaimed dividend of FY 2016-17 amounting to Rs. 3,81,232/- and 19,795 equity shares corresponding to unclaimed dividend of FY 2016-17 to IEPF Authority. The IEPF Authority holds 1,06,573 equity shares in the Company as on 31st March, 2025.

- Particulars of directors seeking appointment/re-appointment at the AGM have been given in Notice of the 86th AGM to be held on 25th Sept., 2025.

VIII. Means of communication

The quarterly results of the Company are normally announced within 45 days from the end of each quarter, except for March quarter which are announced within 60 days of the close of the financial year; such results are published in the The Financial Express /Business Standard, and 'Aajkal'. The financial results of the company is provided at the website www.starpapers.com. There is no presentation made to institutional investor or to the analysts. The website of the company also displays other important information.

IX. Shareholder Information

Ministry of Corporate Affairs vide its General Circular 09/2024 dated 19.09.2024 and Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CFD-Pod-2/P/CIR/2024/133 dated 3rd Oct., 2024 have further permitted conducting the Annual General Meeting (AGM) through VC/OAVM facility upto 30th Sept., 2025. Consequently, 86th AGM of the company will be held through Video Conferencing/ Other Audio Visual Means (VC/OAVM facility) as per below details:

86th AGM through VC/OAVM facility

Date & Time	Deemed venue	Record - Date	Dividend payment date (if declared)
25 th Sept., 2025 11.30 AM	Regd. Office : Duncan House, 2nd Floor, 31 Netaji Subhas Road, Kolkata- 700 001.	18.09.2025	on or after 7 th Oct., 2025

Registrar & Share Transfer Agents:

The Company's Registrar and Share Transfer Agent is Kfin Technologies Limited.

Address for correspondence :

Kfin Technologies Limited.,

Karvy Selenium Tower B, Plot No 31 & 32,

Gachibowli, Financial District, Nanakramguda, Serilingampally

Hyderabad – 500 008. Toll free no.:1800-309-4001

E-mail: einward.ris@kfintech.com

The Shareholders holding shares in the electronic form should address their correspondence, except those relating to dividend, to their respective Depository Participants.

Transfer System

All activities related to share transfer as per Regulation 7(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are being maintained by Registrar and Share Transfer Agent: KFin Technologies Limited.

Pursuant to Regulation 40(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities cannot be transferred unless they are held in dematerialized form with a depository, except in case of transmission or transposition of securities. Further SEBI vide its Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 mandated that transmission, transposition, duplicates, renewal, exchange, subdivision, splitting, consolidation shall be effected only in dematerialize form. SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, has

mandated that holder of physical shares shall mandatorily furnish PAN, KYC and nomination details to the RTA without which RTAs shall not process any service request(s).

The Registrars and Share Transfer Agents process every fortnight requests for approving share transfers. The processing activities with respect to service requests received are completed within 10 days from the date of receipt of request. There were no shares pending for transfer as on 31st March, 2025.

Compliance certificate of the Auditors

- The company has obtained certificate from the statutory secretarial auditors certifying compliance of conditions of corporate governance as stipulated under SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and the same is annexed. This certificate forms part of the Annual Report for 2024-25 to be sent to stock exchanges.
- A certificate has been received from M/s D. Dutt & Co., practicing company secretaries, that none of the Directors on the Board of the company as on 31st March, 2025 has been debarred or disqualified from being appointed or continuing as directors of companies by SEBI, MCA or any other statutory authority.

Dematerialization of Shares and Liquidity

The shares of the Company can be traded in dematerialized form with both NSDL (National Securities Depository Ltd.) and CDSL (Central Depository Services (India) Ltd.)

As on 31st March, 2025, a total of 1,55,46,010 shares of the Company, which form 99.60% of the share capital, stand dematerialized. The processing activities with respect to the requests received for de-materialization are completed within 3-5 days from the date of receipt of request.

Under the depository system, the International Securities Identification Number (ISIN) allotted to the company is INE 733A01018.

Distribution of Shareholding as on 31st March, 2025

Slab-Shs.	No. of Shareholders		No. of Equity Shares	
	Total	% of shareholders	Total	% to share capital
1-500	16348	92.48	1436860	9.21
501-1000	669	3.79	524559	3.36
1001-2000	331	1.87	503734	3.23
2001-3000	109	0.62	281783	1.80
3001-4000	44	0.25	156718	1.00
4001-5000	34	0.19	157785	1.01
5001-10000	63	0.36	441590	2.83
10001 and above	78	0.44	12105321	77.56
Total	17676	100.00	15608350	100.00

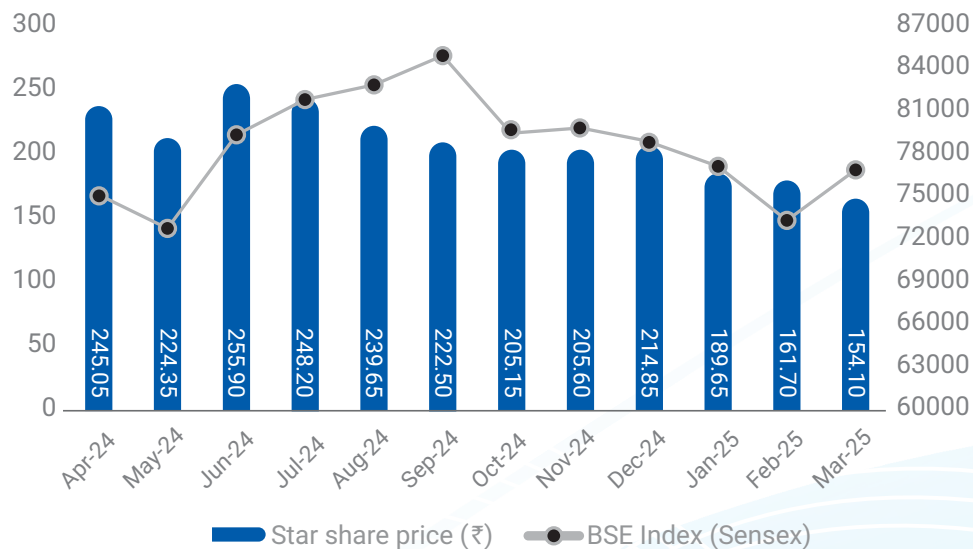
Category of Shareholders as on 31st March, 2025

Category	No. of Shares	% of Shareholding
Promoter Group	7012344	44.93
Financial Institutions/Banks	1341	0.01
Mutual Funds	0	0.00
Insurance Companies	300	0.00
Foreign Institutional Investors	262876	1.68
Non Resident Indian (NRI)	105123	0.67
Non Resident Indian-Non Repatriable	93685	0.60
Clearing Member (NSDL & CDSL)	500	0.00
Public - Bodies Corporate	1804101	11.56
- Individuals	5730958	36.72
- HUF	488149	3.13
- Others	108973	0.70
Total	15608350	100.00

Monthly high and low quotations of shares traded on the listed stock exchanges

Month	NSE		BSE	
	High	Low	High	Low
2024				
April	253.95	226.00	254.00	226.25
May	252.90	220.20	252.30	218.00
June	274.70	200.00	274.00	204.90
July	283.20	243.00	283.65	241.00
August	248.90	228.80	261.00	228.20
September	244.13	219.25	244.70	220.00
October	229.65	195.81	227.90	196.00
November	212.66	190.01	213.00	190.00
December	246.75	205.60	246.70	207.50
2025				
January	223.17	181.20	224.95	180.25
February	194.65	155.87	192.90	157.95
March	169.34	152.49	179.95	152.00

Star Share Price vs. BSE Index



Listing on stock exchanges

The Company's equity shares are listed with the BSE Limited (Bombay Stock Exchange (BSE), Mumbai) and the National Stock Exchange of India Limited, Mumbai (NSE) under Stock Codes '516022' and 'STARPAPER' respectively. The Company has paid the requisite listing fees to the stock exchanges for the financial year 2024-25.

Registered Office :	Plant location :	Marketing & Sales office at :
Duncan House, 2nd Floor, 31, Netaji Subhash Road, Kolkata-700 001.	Seth Baldeodas Bajoria Road, Saharanpur-247 001, Uttar Pradesh.	2nd Floor, Express Building, 9-10, B.S.Z Marg, New Delhi-110 008.

Financial Calendar 2025-26

The next financial year of the Company is 1st April 2025 to 31st March 2026.

The schedule of approving the Financial Results of the Company is given below:-

S. No.	Financial Results	Date for approving the Results (Tentative)
1.	First quarter results	Latest by 14th August
2.	Second quarter and half yearly results	Latest by 14th November
3.	Third quarter results	Latest by 14th February
4.	Fourth quarter & Annual results	Latest by 30th May

Details of Past Three Annual General Meetings:

Year	Venue	Date & Time	Special resolutions passed (Y/N)
2023-24	Through VC/OAVM	25 th Sept., 2024 11.30 AM	Nil
2022-23	Through VC/OAVM	22 nd Sept., 2023 11.30 AM	Nil
2021-22	Through VC/OAVM	21 st Sept., 2022 11.30 AM	Yes, i) To re-appoint Mr. Madhukar Mishra (DIN:00096112) as Managing Director of the company

Postal Ballot

(a) Details of special resolutions passed through postal ballot during the year 2024-25:

(i)

Particulars	To approve appointment of Dr. Rishabh Chand Lodha (DIN: 07177605) as Non-Executive Independent Director of the Company
Date of postal ballot notice	14 th June, 2024
Voting period	19 th June, 2024 to 18 th July, 2024
Date of approval	18 th July, 2024
Date of declaration of results	20 th July, 2024
Type of resolution	Special
No. of votes polled	72,86,711 (including one member abstained for 15 votes)
Votes cast in favour: -No. of votes -% of votes	72,83,923 99.96%
Votes cast against -No. of votes -% of votes	2,773 0.04%

(ii)

Particulars	Item No.-1: To approve appointment of Mr. Anoop Mishra (DIN: 028 49054) as Non-Executive Independent Director of the Company. Item No.-2: To approve appointment of Mr. Atul Mani Sharma (DIN: 10791352) as Non-Executive Independent Director of the Company.
Date of postal ballot notice	15 th Nov., 2024
Voting period	22 nd Nov., 2024 to 21 st Dec., 2024
Date of approval	21 st Dec., 2024
Date of declaration of results	23 rd Dec., 2024
Type of resolution	Special resolutions
No. of votes polled (in both the resolutions)	72,84,642
Votes cast in favour (in both the resolutions): - No. of votes - % of votes	72,81,963 99.96%
Votes cast against (in both the resolutions) - No. of votes - % of votes	2,679 0.04%

- b) Mr. Debabrata Dutt, FCS-5401, Prop. of M/s D. Dutt & Co., Company Secretaries, Kolkata was appointed as the Scrutinizer to scrutinize the above Postal Ballots and remote e-voting process in a fair and transparent manner.
- c) Presently, no special resolution is proposed to be conducted through postal ballot. The procedure laid down in the Companies (Management & Administration) Rules, 2014 would be followed as and when required.

Credit rating

Acuite Ratings and Research Limited has reaffirmed credit rating Acuite A+ (Stable) during the financial year 2024- 25 on Rs. 100 Crores proposed long term bank facilities.

Sexual Harassment of Women

During the year 2024-25, there was no case reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Details are as under:

- Number of complaints filed during the financial year	-Nil
- Number of complaints disposed-of during the financial year	-Nil
- Number of complaints pending as on end of the financial year	-Nil

Declaration of Managing Director under SEBI Listing Regulations, 2015.

I hereby declare that to the best of my knowledge & belief, all the members of the Board and the senior management personnel of the company have affirmed their respective compliance with the code of conduct of the company for the financial year ended 31st March, 2025.

Place: New Delhi
Date: 29th May, 2025

Madhukar Mishra
Managing Director

For and on behalf of the Board

Date : 29th May, 2025

Shrivardhan Goenka
Director

Madhukar Mishra
Managing Director



Certificate of Disqualification / Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V, Para C, Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members of
Star Paper Mills Limited
Duncan House,
31, Netaji Subhas Road,
Kolkata – 700 001

1. We have been engaged by Star Paper Mills Limited [CIN: L21011WB1936PLC008726] having its Registered Office at Duncan House, 31, Netaji Subhas Road, Kolkata – 700 001 [hereinafter referred to as 'the Company'] whose equity shares are listed on BSE Limited [Scrip Code: 516022] and National Stock Exchange of India Limited [Symbol: STARPAPER] to issue a Certificate as required under Regulation 34(3) read with Schedule V, Para - C, sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of the Company as produced before us for the purpose of issue of this Certificate.
3. In our opinion and to the best of our information and according to the verifications [including status of Director Identification Number(s) (DIN) at the Portal www.mca.gov.in] as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	MS. PRAGYA JHUNJHUNWALA	02315132	25/06/2021
2.	MR. SHRIVARDHAN GOENKA	00030375	09/09/2002
3.	MR. MADHUKAR MISHRA	00096112	29/06/2001
4.	MR. ATUL MANI SHARMA	10791352	28/09/2024
5.	MR. ANOOP MISHRA	02849054	28/09/2024
6.	MR. RISHABH CHAND LODHA	07177605	24/05/2024

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

Place: Kolkata
Date: 29th May, 2025

For D. DUTT & CO.
Company Secretaries
UNIQUE CODE NUMBER: I2001WB209400

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No. 3824
Peer Review Certificate No. – 2277/2022
UDIN: F005401G000913506

Certificate regarding compliance of conditions of Corporate Governance

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

To
The Members of
Star Paper Mills Limited

- We, have examined the compliance of conditions of Corporate Governance by Star Paper Mills Limited ('the Company') for the year ended on 31st March, 2025 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['the Listing Regulations'] as amended upto date pursuant to the Listing Agreement of the Company with the Stock Exchanges.

Management's Responsibility:

- The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

Practising Company Secretary's Responsibility:

- Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
- We state that such compliance is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
- We have examined the extract of relevant records and documents maintained by the Company and communicated to us through electronic mail for the purposes of providing reasonable assurance on the compliance with corporate governance requirements by the Company.
- We have carried out examination of the relevant records and documents of the Company in accordance with the Guidance Note on Corporate Governance Certificate issued by the Institute of Company Secretaries of India (the ICSI), in so far as applicable for the purpose of this certification, and as per the Guidance Note on Non-Financial Disclosures and Guidance Note on Code of Conduct for CS issued by the ICSI requiring us to combine ethical standards with the performance of technical skills.
- We have complied with the relevant applicable requirements of the Guidance Manual on Quality of Audit & Attestation Services issued by ICSI for the related service engagement.

Opinion:

- Based on our examination of the relevant records and according to information and explanations provided to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the of the Listing Regulations during the financial year ended 31st March, 2025 except that there was:
 - delay in compliance with Audit Committee constitution for quarters ending September 30, 2024 and December 31, 2024 by 3 days and 42 days respectively.
 - delay in compliance with Nomination & Remuneration Committee constitution for quarters ending September 30, 2024 and December 31, 2024 by 3 days and 80 days respectively; and
 - delay in compliance with Stakeholders Relationship Committee constitution for quarters ending September 30, 2024 and December 31, 2024 by 3 days and 37 days respectively.

However, belated compliances have been ensured & all the fines as imposed by BSE and NSE have been waived off on submission of fine waiver applications.

Other relevant information:

- This certificate has been prepared upon receipt / exchange of requisite information / documents through electronic mail and other online verification / examination process of secretarial records as facilitated by the Company.

For D. DUTT & CO.
Company Secretaries
UNIQUE CODE NUMBER: I2001WB209400

(DEBABRATA DUTT)

Proprietor

FCS-5401

C.P. No. 3824

Peer Review Certificate No. – 2277/2022

UDIN: F005401G000914287

Place: Kolkata
Date: 29th May, 2025

Annexure-V: Secretarial Audit Report

Form No. MR - 3

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Star Paper Mills Limited
Duncan House,
31, Netaji Subhas Road,
Kolkata – 700 001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Star Paper Mills Limited (hereinafter called 'the Company') having CIN: L21011WB1936PLC008726. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2025 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 for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [not applicable to the Company during the audit period];
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and/or The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and/or The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [not applicable to the Company during the audit period];
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and/or The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [not applicable to the Company during the audit period];
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client [not applicable to the Company during the audit period];
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and/or The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 [not applicable to the Company during the audit period]; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 [not applicable to the Company during the audit period];

(v) Other laws applicable specifically to the Company:

- a. The Factories Act, 1948 and allied state laws.
- b. The Indian Forest Act, 1927
- c. The Indian Boiler Act, 1923
- d. Indian Explosives Act, 1884
- e. The Petroleum Act, 1936

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

- (a) Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under section 118(10) of the Companies Act, 2013 with regard to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).
- (b) Listing Agreements entered into by the Company with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) read with The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 [Listing Regulations] and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

The Foreign Exchange Management Act, 1999 and the rules and regulations made there under related to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings were not applicable since the Company did not have any Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines etc. mentioned above and has generally adhered to the secretarial standards.

During the period under report, there was:

- (a) *delay in compliance with Audit Committee constitution for quarters ending September 30, 2024 and December 31, 2024 by 3 days and 42 days respectively.*
- (b) *delay in compliance with Nomination & Remuneration Committee constitution for quarters ending September 30, 2024 and December 31, 2024 by 3 days and 80 days respectively; and*
- (c) *delay in compliance with Stakeholders Relationship Committee constitution for quarters ending September 30, 2024 and December 31, 2024 by 3 days and 37 days respectively.*

Pursuant to SEBI SOP Circular as amended upto date, BSE and NSE imposed fines for such belated compliances. However, belated compliances have been ensured & all the fines as imposed by BSE and NSE have been waived off on submission of respective fine waiver applications.

In respect of other laws specifically applicable to the Company we have broadly reviewed the same, without carrying out detailed examination of all the relevant records/documents with a view to determine accuracy and completeness of periodical compliances. During the course of our audit, we have relied on information placed before the Board at its meetings and written representations made by the management in this regard and the reporting is limited to that extent.

We further report that:

- (a) The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice was given to all directors to schedule the Board Meetings, though, in some instances agenda and detailed notes on agenda were sent in advance in less than seven days, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting member's views are captured and recorded as part of the Minutes. As recorded in the minutes of the Board and Committee meetings, there has not been any dissent among the directors on any matter dealt with by the Board / Committee during the financial year.

We have been informed that the Company has appropriately responded to notices for show causes, claims, dues, demands, fines, penalties etc. received from various statutory / regulatory authorities under the laws, rules, regulations mentioned above and initiated actions for corrective measures, wherever necessary.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary/other KMPs and taken on record by the Board of Directors at its meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



We further report that, during the audit period there was no specific event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred above.

For D. DUTT & CO.

Company Secretaries

UNIQUE CODE NUMBER: I2001WB209400

(DEBABRATA DUTT)

Proprietor

FCS-5401

C.P. No.-3824

Peer Review Certificate No. – 2277/2022

UDIN: F005401G000914210

Place: Kolkata

Date: 29th May, 2025

This report is to be tter of even date which is annexed as **Annexure – A** and forms an integral part of this report.

Annexure – A

To

The Members,
Star Paper Mills Limited

Our Secretarial Audit Report for the financial year ended 31st March, 2025 of even date is to be read along with this letter.

Management's Responsibility:

1. It is the responsibility of the management of the Company to maintain proper secretarial records, devise proper systems to ensure compliance with the provisions of all Corporate and other applicable laws, rules, regulations, standards and also to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility:

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances based on our audit.
3. 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.
4. We believe that the audit evidence and information obtained from the Company's management are adequate and appropriate for us to provide us a basis of our opinion.

Disclaimer:

5. We have not verified the correctness and appropriateness of financial records, books of accounts, compliances of applicable direct and indirect tax laws of the company.
6. Wherever required, we have obtained the management representation about the compliance of laws, rules, regulations, guidelines, standards and happening of events etc.
7. 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.
8. This Report has been prepared upon receipt / exchange of requisite information / documents through electronic mail and other online verification / examination process of secretarial records as facilitated by the Company.

For D. DUTT & CO.

Company Secretaries

UNIQUE CODE NUMBER: I2001WB209400

(DEBABRATA DUTT)

Proprietor

FCS-5401

C.P. No.-3824

Peer Review Certificate No. – 2277/2022

UDIN: F005401G000914210

Place: Kolkata

Date: 29th May, 2025

Annexure-VI

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and 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 arms length transactions under third proviso thereto:

- Details of contracts or arrangements or transactions not at arm's length basis: **Nil.**
- Details of material contracts or arrangement or transactions at arm's length basis: **Nil.**

For and on behalf of the Board

Date : 29th May, 2025

Shrivardhan Goenka
Director

Madhukar Mishra
Managing Director

Independent Auditors' Report

To the Members of Star Paper Mills Limited Report on Audit of Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Star Paper Mills Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a summary of material accounting policies and Other Explanatory Notes for the year ended on that date (hereinafter referred to as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards 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, 2025, its profits, total comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis For Opinion

We conducted our audit 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 Auditors' Responsibility for the Audit of the 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 ('ICAI') together with the ethical requirements that are relevant to our audit of the 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 Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters for incorporation in our report:

Key Audit Matters	Addressing the Key Audit Matters
Evaluation of provisions and Contingent Liabilities: Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances. There are also a number of litigations including direct and indirect taxes, various claims, etc. pending before various forums against the Company. The management's judgement is required for estimating the amount to be provided and/or disclosed as contingent liability.	Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of recognition of provisions and disclosure of contingent liability includes the following: - We have obtained an understanding of the Company's internal instructions and procedures in respect of estimation, assessment and disclosure of contingent liabilities; - Understood and tested the design and operating effectiveness of controls as established by the management for obtaining all relevant information for pending litigation cases;

Key Audit Matters	Addressing the Key Audit Matters
We identified this as a key audit matter because the estimates and assessment with respect to these involve a significant degree of management's judgement, interpretations, and may therefore require adequate attention to arrive at the required conclusion. (Refer Note No. 39 to the Financial Statements, read with the Material Accounting Policy No.35. 3.14)	- Reviewed the estimation made by the management for measurement, recognition of provisions considering the past events, risks and uncertainties surrounding the obligations and probability of the outflow of resources towards the possible obligation; - Discussed with the management regarding any material developments and status of matters requiring legal clarification; - Read various correspondences and related documents pertaining to litigations involved and relevant external legal opinions obtained by the management and performed substantive procedures on estimation supporting the disclosure of contingent liabilities; - Reviewed the management's assessments of those matters which have not been provided for or disclosed as contingent liability since the probability of material outflow has been considered to be remote; - Reviewed the adequacy and completeness of disclosures; Based on the above procedures performed, the estimation of provision and disclosures for contingent liabilities have been considered to be adequate and reasonable.
Verification of Inventories and Valuation thereof The total inventory of the Company amounts to Rs. 13,538.08 Lakhs (as on March 31, 2025) (Refer Note 5 and 51.1 read with Material Accounting Policy No. 35.3.10). Existence of Inventories and valuation thereof was focus area of audit considering that the amount involved therein was substantial and the nature of operations of the Company.	Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of determination of year-end inventory and valuation thereof include the following: - Ensuring the effectiveness of the design, implementation and maintenance of controls over inventory and in system and procedure for conducting the physical verification and testing these controls being operated effectively. - Observing the verification of Inventories at the year end undertaken by the management and evaluation of procedures and documentation in this aspect. - Obtaining and reviewing the necessary evidences, working papers and documents for the physical verification carried out as above. - Verifying the valuation process/methodology and checks being performed at multiple levels and ensuring that the valuation is consistent with and as per the policy followed in this respect. Based on the above procedures performed, the determination of year-end inventory and valuation thereof have been considered to be adequate and reasonable.

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report.

Our opinion on the 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 Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the state of affairs (financial position), Profit or Loss (financial performance including other comprehensive income), Changes in Equity and Cash Flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the act.

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 presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standard on Auditing (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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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; and

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

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 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

- I. 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 paragraphs 3 and 4 of the Order, to the extent applicable.
- II. Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, 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 except for the matters stated in paragraph III(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time;
 - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;
 - e. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the maintenance of accounts and other matters connected therewith, reference is invited to paragraph II(b) above on reporting under section 143(3)(b) of the Act; and
 - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an modified opinion on the adequacy and operating effectiveness of the Company's internal control with reference to financial statements.
- III. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements—Refer Note no. 39 of the financial statements;

- b. The Company did not have any material foreseeable losses against long-term contracts, including derivative contracts and thereby requirement for making provision in this respect is not applicable to the company;
- c. There has been no delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the Company during the year;
- d. i) The Management has represented that, to the best of its knowledge and belief as disclosed in Note No.48 to the financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- ii) The Management has represented, that, to the best of its knowledge and belief as disclosed in Note No.48 to the financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- iii) Based on the 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 (i) and (ii) above, contain any material misstatement.
- e. The dividend declared or paid during the year by the Company is in compliance with section 123 of the Act.
- f. Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and transactions recorded in the respective software as:
 - Audit trail feature on data changes was enabled at application level of the accounting software. However, while changing the master data only latest data is stored. Further audit trail in all cases, system saves User ID and date except time.
 - The feature of recording audit trail (edit log) facility has also been enabled at database level to log any direct data changes for the accounting software.

Audit trail (edit log) facility was enabled and operated throughout the year for the accounting software and we did not come across any instance of the audit trail feature being tampered with during the course of our audit.

As per proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023 and reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention, audit trail on data changes are maintained since the implementation of the software.

- IV. With respect to the reporting under Section 197 (16) of the Act to be included in the Auditors' Report, in our opinion and according to the information and explanations given to us, the Remuneration (including Sitting fees) paid by the Company to its Directors during the current year is in accordance with the provisions of Section 197 of the Act and is not in excess of the limit laid down therein.

For Lodha & Co., LLP
Chartered Accountants
Firm's ICAI Registration No.:301051E/E300284

Place: Kolkata
Date: May 29, 2025

Vikram Matta
Partner
Membership No:054087
UDIN: 25054087BMNWEQ7485

ANNEXURE “A” to the Independent Auditor’s Report on the financial statements of Star Paper Mills Limited for the year ended 31st March 2025.

(Referred to in paragraph I under “Report on Other Legal and Regulatory Requirement’s section of our report of even date)

- i)
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situations of Property, Plant and Equipment and Intangible Assets;
 - b. There is a phased programme of verification of such assets, based on which physical verification of fixed assets is being carried out by the management. Discrepancies in respect of fixed assets verified during the year were not material;
 - c. Based on verification of title deeds (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) produced to us by the management and according to the information and explanations given to us, in our opinion, the title deeds of immovable properties are held in the name of the company except in respect of a flat acquired under joint ownership with others under agreement to sale in the name of the Company, at New Delhi having Gross carrying value of Rs 21.13 Lakhs (Refer Note No. 1.(a) (i) of Financial Statements);
 - d. The company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible Assets during the year. Accordingly, reporting under paragraph clause 3 (i)(d) of the Order is not applicable to the Company;
 - e. According to the information and explanation given to us and as represented by the management no proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, as amended from time to time. Accordingly, reporting under paragraph 3 (i)(e) of the Order is not applicable to the Company.
- ii)
 - a. The inventories of the Company have been physically verified by the management during the year at reasonable intervals and in our opinion coverage and procedure of such verification by the management is appropriate having regard to the size of the Company and nature of its inventory. The discrepancies noticed on physical verification of inventories were not more than 10% or more in aggregate for each class of inventory and have been properly dealt with in the books of account;
 - b. The Company has not been sanctioned working capital limit in excess of Rupees Five Crores in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii) (b) of the Order is not applicable.
- iii)

The Company has made investments during the year in units of mutual funds which are quoted. Other than these and according to the information and explanations given us and on the to basis of our examination of the records of the company, the company has not made any investments, granted any secured and unsecured loan, provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year.

 - a. The Company has not provided any loans or advances in nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the order is not applicable.
 - b. According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that investments made in securities considering that these are quoted and have been made at prevailing market rates, the terms and conditions thereof as such are prima facie not prejudicial to the interest of the Company;
 - c. The Company has not granted any loan, or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. However, loan of Rs.45 lakhs given to a body corporate in earlier years are outstanding as on this date. In absence of any term of repayment of principal and interest and these not being recovered since a considerable period of time, the same was fully provided in the books of accounts in earlier years;
 - d. As stated in para c above, there is a overdue principal amount of Rs.45 lakhs for more than ninety days and considering the possible outcome of steps taken for recovery in earlier year, the same was fully provided for in the financial statements. No further step for recovery as such in this respect has been taken in the current year;

- e. According to the information and explanation given to us and on the basis of our examination of the records of the Company, there was no loan or advances in the nature of loans granted and have fallen due during the year which has been renewed or extended or fresh loans have been granted to settle the over dues of existing loans or advances in the nature of loans given to the same parties; and
- f. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans during the year either repayable on demand or without specifying any terms or period of repayment.
- iv) In our opinion and according to the information and explanation given to us, the company has complied with the provision of section 185 and 186 of the Act, in respect of grant of loan, making investments and providing guarantees and securities, as applicable;
- v) According to the information and explanation given to us and based on our examination of the books and records of the Company, the Company has not accepted any deposits or any amount deemed to be deposits from public covered under Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder. Accordingly reporting under paragraph 3(v) of the Order is not applicable to the Company.
- vi) We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148 (1) of the Act in respect of the Company's products to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been maintained. We have, however not made a detailed examination of the said records with a view to determine whether they are accurate or complete.
- vii) According to the information and explanations given to us and based on our examination of the books of accounts:
- a. During the year, the Company has generally been regular in depositing with the appropriate authorities undisputed statutory dues including Goods and Service Tax, Provident Fund, Employee's State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and any other statutory dues as applicable to it. According to the information and explanations given to us, there is no undisputed amounts payable in respect of these which were in arrears as on March 31, 2025 for a period of more than six months from the date they become payable except Rs.26.20 lakhs and Rs.28.22 Lakhs payable in respect of Mandi fees and Municipal Tax respectively for a period of more than six months from the date they become payable;
- b. The details of statutory dues referred to in sub clause (vii) (a) above, which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of dues	Rupees in Lakhs	Period to which the amount relates	Forum where dispute is pending
Central Goods and Service Tax Act, 2017	Goods and Service Tax	1,298.56	FY.2017-18 2019-20, 2020-21	Joint Commissioner, Corporate office Muzaffarnagar
Central Goods and Service Tax Act, 2017	Goods and Service Tax	543.03	FY. 2019-20	Additional Commissioner, Saharanpur
Central Goods and Service Tax Act, 2017	Goods and Service Tax	418.96	FY. 2020-21	Deputy Commissioner, Saharanpur
Central Goods and Service Tax Act, 2017	Goods and Service Tax	67.30	FY. 2018-19	Hon'ble High Court at Allahabad
The UP Vat Act, 2008	Sales Tax	98.47	FY.2015-16	Deputy Commissioner Saharanpur
The UP Vat Act, 2008	Sales Tax	9.19	FY.2014-15	Tribunal Saharanpur
The UP Vat Act, 2008	Sales Tax	11.45	FY.2007-08,2011-12	Additional Commissioner Appeals
The CST Act, 1956	Sales Tax	238.74	FY.1995-96	Hon'ble High Court at Allahabad
The CST Act, 1956	Sales Tax	39.55	FY.2015-16	Deputy Commissioner Saharanpur
The Entry Tax Act,2007	Sales Tax	22.92	FY.2015-16	Deputy Commissioner Saharanpur
The Entry Tax Act,2007	Sales Tax	24.00	(FY.2008-09 to 2011-12)	Hon'ble High Court at Allahabad

Name of the statute	Nature of dues	Rupees in Lakhs	Period to which the amount relates	Forum where dispute is pending
U.P. Forest Corporation Act, 1974	U.P. Forest Corporation	69.10	FY. 1986-1991	Hon'ble High Court at Allahabad
The Income Tax Act, 1961	Income Tax	136.82	A.Y. 2015-16 and 2017-18	CIT Appeal
The ESIC Act, 1948	ESIC	11.57	FY.1993-94,1994-95 and 1998	Hon'ble High Court at Allahabad/Civil Judge Saharanpur
The Uttar Pradesh Nagar Nigam Act, 1959	Property Taxes	505.62	FY.2022-23 to 2024-25	Hon'ble High Court at Allahabad
New Delhi Municipal Council Act 1994	Property Taxes	15.84	F.Y 2000-13	Hon'ble Patial House Court at Delhi
The Krishi Utpadan Mandi Adhiniyam, 1964	Mandi Samiti	560.00	FY.2004 to 2009 and 2009 to 2016	Hon'ble High Court at Allahabad

- viii) In our opinion and on the basis of information and explanations given to us and as represented by the management, we have neither come across nor have been informed of transactions which were previously not recorded in books of account and that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 and accordingly reporting under paragraph 3 (viii) of the Order is not applicable;
- ix) In our opinion and on the basis of information and explanations given to us by the management and based on our examination of the books of account the company:
- The Company has not raised any loan/ borrowing from banks, financial institution or Government therefore reporting under clause 3(ix)(a) of the order is not applicable;
 - The Company has not been declared wilful defaulter by any bank or financial institutions or any other lenders;
 - During the year, no term loan has been availed by the Company and accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable.
 - According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Financial Statements of the Company, we report that no funds raised on short term basis have been used for long term purposes by the Company;
 - The Company does not have any subsidiaries, associates or joint ventures; and hence, reporting under paragraph 3(ix)(e) and (f) of the Order is not applicable;
- x) According to the information and explanations given to us and based on our examination of books of account of the Company:
- The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence, reporting under paragraph 3 (x)(a) of the Order is not applicable to the Company; and
 - The Company has not made any preferential allotment or private placement of shares or convertible debentures (partly, fully, or optionally) during the year and accordingly, reporting under paragraph 3 (x)(b) of the Order is not applicable to the Company.
- xi) a. During the course of our examination of books and records of the company carried out during the year in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year, nor have been informed of any such cases by the management;
- b. According to the information and explanations given to us and based on our examination of the books and records of the Company, no report under sub section (12) of section 143 of the Act, in Form ADT-4, as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time) has been filed with the Central Government. Accordingly, reporting under clause (xi)(b) of paragraph 3 of the Order is not applicable to the Company; and
- c. According to the information and explanation given to us and based on the examination of the books of accounts of the company, no whistle blower complaints have been received during the year by the company. Accordingly, reporting under paragraph 3(xi)(c) of the Order is not applicable.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and accordingly the Nidhi Rules, 2014 are not applicable to it, hence, the reporting under paragraph 3(xii) (a), (b) and (c) of the Order is not applicable to the Company;

- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Financial statements as required in terms of the applicable accounting standards;
- xiv) The Company has appointed a firm of Chartered Accountants to carry out the internal audit of the Company. In our opinion and according to the information and explanations given to us the internal audit system is commensurate with the size and nature of its business. We have considered, during the course of our audit, the reports of the internal auditor for the period under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610 "Using the work of Internal Auditors".
- xv) According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them and hence reporting under paragraph 3(xv) of the Order is not applicable;
- xvi) a. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable;
- b. The Company has not conducted any Non-Banking Financial or Housing Finance Activities. Hence, reporting under clause 3(xvi)(b) of the Order is not applicable;
- c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under clause 3(xvi)(c) of the Order is not applicable;
- d. In our opinion and based on the representation received by us from the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable;
- xvii) Based on the examination of the books of accounts, we report that the Company has neither incurred cash losses in the current financial year covered by our audit nor in the immediately preceding financial year;
- xviii) There has been no resignation of the statutory auditors of the Company during the year and hence reporting under paragraph 3(xviii) of the Order is not applicable;
- xix) According to the information and explanations given to us and based on the financial ratios (refer note no. 49 to the Financial Statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither given any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx) According to the information and explanations given to us and based on our examination of books and records of the company there are no unspent amount towards Corporate Social Responsibility (CSR) on either ongoing projects or other than ongoing projects under section 135 of the Act and accordingly, reporting under paragraph 3(xx)(a) and (b) of the order is not applicable to the Company;
- xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements.

For Lodha & Co., LLP

Chartered Accountants

Firm's ICAI Registration No.:301051E/E300284

Place: Kolkata
Date: May 29, 2025

Vikram Matta
Partner

Membership No:054087
UDIN: 25054087BMNWEQ7485

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph II (g) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”).

We have audited the internal financial controls with reference to the Financial Statements of Star Paper Mills Limited (“the Company”) as at March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial control with reference to Financial Statements were 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls with reference to 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’ judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

A Company’s internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations



of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the "Guidance Note on Audit of Internal Financial Controls over Financial Reporting" issued by the Institute of Chartered Accountants of India.

For Lodha & Co., LLP
Chartered Accountants
Firm's ICAI Registration No.:301051E/E300284

Place: Kolkata
Date: May 29, 2025

Vikram Matta
Partner
Membership No:054087
UDIN: 25054087BMNWEQ7485

Balance Sheet

as at March 31, 2025

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	1a	42,368.34	42,540.01
(b) Capital Work-in-progress	1b	179.27	316.77
(c) Financial Assets			
(i) Investments	2	1,536.29	1,710.87
(ii) Other Financial Assets	3	177.40	232.32
(d) Other Non-Current Assets	4	1,143.66	1,024.76
Total Non Current Assets (A)		45,404.96	45,824.73
Current Assets			
(a) Inventories	5	13,538.08	11,517.28
(b) Biological Assets-Unharvested Colonial Plants	6	27.10	57.90
(c) Financial Assets			
(i) Investments	7	18,808.70	17,676.35
(ii) Trade Receivables	8	584.49	390.46
(iii) Cash and Cash Equivalents	9a	2,264.62	1,086.43
(iv) Other Bank Balances	9b	778.60	1,398.72
(v) Loans	10	-	-
(vi) Other Financial Assets	11	134.13	84.96
(d) Other Current Assets	12	709.57	918.49
Total Current Assets (B)		36,845.29	33,130.59
Total Assets (A)+(B)		82,250.25	78,955.32
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	13	1,560.83	1,560.83
(b) Other Equity	14	66,529.56	63,166.85
Total Equity (A)		68,090.39	64,727.68
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	15	399.28	433.01
(ii) Other Financial Liabilities	16	983.69	941.13
(b) Provisions	17	365.38	379.66
(c) Deferred Tax Liabilities (Net)	18	7,078.50	7,128.92
Total Non Current Liabilities (B)		8,826.85	8,882.72
Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	19	67.50	67.50
(ii) Trade Payables	20		
(I) Total outstanding dues of micro enterprises and small enterprises; and		1,055.76	1,363.51
(II) Total outstanding dues of creditors other than micro enterprises and small enterprises.		1,065.71	1,056.87
(iii) Other Financial Liabilities	21	2,106.98	2,307.88
(b) Other Current Liabilities	22	812.76	440.22
(c) Provisions	23	57.54	108.94
(d) Current Tax Liabilities (Net)	24	166.76	-
Total Current Liabilities (C)		5,333.01	5,344.92
Total Equity and Liabilities (A+B+C)		82,250.25	78,955.32

Material Accounting Policies and Notes to Accounts (Note No. 1 – 54)

As per our report of even date

For Lodha & Co., LLP

Chartered Accountants

(Vikram Matta)

Partner

Place : New Delhi

Date : 29th May, 2025

Saurabh Arora

Company Secretary

Sanjeev K. Garg

Chief Financial Officer

Madhukar Mishra

Managing Director

Shrivardhan Goenka

Dr. R.C. Lodha

Directors

Statement of Profit and Loss

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
INCOME			
Revenue From Operations	25	43,633.50	44,447.29
Other Income	26	2,393.92	3,191.28
Total Income (I)		46,027.42	47,638.57
EXPENSES			
Cost of materials consumed	27	20,200.94	22,114.87
Changes in inventories of finished goods, stock-in-trade and work-in-progress	28	1,777.93	(2,942.01)
Employee benefits expense	29	3,073.16	3,016.76
Finance costs	30	96.41	83.76
Depreciation and amortisation expense	31	638.95	544.10
Other expenses	32	14,895.72	16,550.81
Total Expenses (II)		40,683.11	39,368.29
Profit before exceptional items and tax (I-II)		5,344.31	8,270.28
Exceptional Items	51	-	(179.81)
Profit before tax		5,344.31	8,090.47
Tax expense:	33		
Current tax		1,296.14	1,394.30
Deferred tax charge/(credit)		(66.28)	295.85
Profit for the year		4,114.45	6,400.32
Other Comprehensive Income	34		
A (i) Items that will not be reclassified to profit or loss		(111.55)	(141.22)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(15.86)	(192.64)
Other Comprehensive Income for the year (net of taxes)		(127.41)	(333.86)
Total Comprehensive Income for the year comprising profit and other comprehensive income for the year		3,987.04	6,066.46
Earnings per equity share of par value of Rs. 10 each.	38		
(1) Basic (Rs.)		26.36	41.01
(2) Diluted (Rs.)		26.36	41.01

Material Accounting Policies and Notes to Accounts (Note No. 1 – 54)

As per our report of even date

For Lodha & Co., LLP

Chartered Accountants

(Vikram Matta)

Partner

Place : New Delhi

Date : 29th May, 2025

Saurabh Arora

Company Secretary

Sanjeev K. Garg

Chief Financial Officer

Madhukar Mishra

Managing Director

Shrivardhan Goenka

Dr. R.C. Lodha

Directors

Statement of changes in Equity

for the year ended March 31, 2025

A. Equity Share Capital

(₹ in Lakhs)

Particulars	Amount (₹ in Lakhs)
Balance as at April 1, 2023	1,560.83
Changes during the year	-
Balance as at March 31, 2024	1,560.83
Changes during the year	-
Balance as at March 31, 2025	1,560.83

B. Other Equity

As at March 31, 2025

(₹ in Lakhs)

Particulars	Reserves and Surplus				Items of other comprehensive income		Total
	Securities Premium Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Equity Instrument through Other Comprehensive Income	Re-measurement of defined benefit plans	
Balance as at April 01, 2024	4,459.50	50.00	1,582.01	59,150.39	(2,075.05)	-	63,166.85
Profit for the year	-	-	-	4,114.45	-	-	4,114.45
Total Other Comprehensive Income for the year	-	-	-	-	(174.57)	47.16	(127.41)
Final Dividend	-	-	-	(624.33)	-	-	(624.33)
Transfer to retained earning	-	-	-	-	-	(47.16)	(47.16)
Transfer from Other Comprehensive Income	-	-	-	47.16	-	-	47.16
Balance at March 31, 2025	4,459.50	50.00	1,582.01	62,687.67	(2,249.62)	-	66,529.56

Refer Note No. 14 for nature and purpose of reserves.

As at March 31, 2024

(₹ in Lakhs)

Particulars	Reserves and Surplus				Items of other comprehensive income		Total
	Securities Premium Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Equity Instrument through Other Comprehensive Income	Re-measurement of defined benefit plans	
Balance as at April 01, 2023	4,459.50	50.00	1,582.01	53,557.77	(1,768.48)	-	57,880.80
Profit for the year	-	-	-	6,400.32	-	-	6,400.32
Total Other Comprehensive Income for the year	-	-	-	-	(306.57)	(27.29)	(333.86)
Dividends	-	-	-	(780.41)	-	-	(780.41)
Transfer to retained earning	-	-	-	-	-	27.29	27.29
Transfer from Other Comprehensive Income	-	-	-	(27.29)	-	-	(27.29)
Balance at March 31, 2024	4,459.50	50.00	1,582.01	59,150.39	(2,075.05)	-	63,166.85

Refer Note No. 14 for nature and purpose of reserves.

Material Accounting Policies and Notes to Accounts (Note No. 1 – 54)

As per our report of even date

For Lodha & Co., LLP

Chartered Accountants

(Vikram Matta)

Partner

Place : New Delhi

Date : 29th May, 2025

Saurabh Arora

Company Secretary

Sanjeev K. Garg

Chief Financial Officer

Madhukar Mishra

Managing Director

Shrivardhan Goenka

Dr. R.C. Lodha

Directors

Notes to Financial Statement

for the year ended March 31, 2025

1. a) PROPERTY, PLANT AND EQUIPMENT:

(₹ in Lakhs)

Particulars	Freehold land	Buildings	Right of Use Asset- Building	Plant and Equipments	Furniture and Fixtures	Vehicles	Total
Gross Block							
Cost as at 1 st April, 2023	32,118.98	117.97	162.63	12,065.30	92.28	8.17	44,565.33
Additions			539.70	1,160.34	16.79	-	1,716.83
Deduction/Adjustment				2.06	0.72	-	2.78
Balance as at 31st March, 2024	32,118.98	117.97	702.33	13,223.58	108.35	8.17	46,279.38
Additions		112.23		350.65	4.40	-	467.28
Deduction/Adjustment						-	-
Balance as at 31st March, 2025	32,118.98	230.20	702.33	13,574.23	112.75	8.17	46,746.66
Accumulated Depreciation							
Balance as at 31 st March, 2023	-	92.88	153.06	2,876.90	68.97	4.76	3,196.57
Depreciation	-	5.01	54.54	470.02	13.32	1.21	544.10
Deduction/Adjustment	-	-	-	0.59	0.71	-	1.30
Balance as at 31st March, 2024	-	97.89	207.60	3,346.33	81.58	5.97	3,739.37
Depreciation		15.92	59.97	550.74	11.62	0.70	638.95
Deduction/Adjustment							-
Balance as at 31st March, 2025	-	113.81	267.57	3,897.07	93.20	6.67	4,378.32
Net Block							
Balance as at 31 st March, 2024	32,118.98	20.08	494.73	9,877.25	26.77	2.20	42,540.01
Balance as at 31 st March, 2025	32,118.98	116.39	434.76	9,677.16	19.55	1.50	42,368.34

1. a)i) Gross block and Net block of Buildings include flat acquired under joint ownership with others under agreement to sale at New Delhi amounting Rs 21.13 Lakhs (March 31, 2024 Rs.21.13 Lakhs) and Rs 2.80 Lakhs (March 31, 2024 Rs.3.50 Lakhs) respectively.
1. a)ii) All title deeds/ lease deed of the immovable properties other than 1.a)i) above are held in name of the company.
1. a)iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) during the current year or previous year.
1. a)iv) Addition to Buildings during the year include Rs.110.57 Lakhs pertaining to finishing house which was damaged due to fire in earlier years. Consequential adjustments in respect of the insurance claim there against will be given effect to on determination of the amount thereof.

1. b) CAPITAL WORK-IN-PROGRESS(CWIP)

As at March 31, 2025

(₹ in Lakhs)

Particulars	Amount	Amount
As per last Balance Sheet		316.77
Add: Addition		321.73
Less: Capitalisation		-
- Building	112.22	
- Plant and Equipments	347.01	459.23
Less: Charged to the statement of Profit and Loss		-
As at March 31, 2025		179.27

As at March 31, 2024

(₹ in Lakhs)

Particulars	Amount	Amount
As per last Balance Sheet		319.47
Add: Addition		1,169.83
Less: Capitalisation		
- Building	-	
- Plant and Equipments	1,160.30	1,160.30
Less: Charged to the statement of Profit and Loss		12.23
As at March 31, 2024		316.77

1. b) i) Ageing of Capital work-in-progress

Capital work-in-progress as on 31.03.2025

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects In Progress					
Replacement/Mordernisation of Plant and Machinery, Factory Buildings etc	26.02	-	-	-	26.02
Project Temporary suspended					
Bag House at Cheema*	-	-	-	153.25	153.25
Total	26.02	-	-	153.25	179.27

*The bag house at cheema boiler has been kept on hold pending reassessment of feasibility thereof and expected date of completion is currently not determinable.

Capital work-in-progress as on 31.03.2024

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects In Progress					
Replacement/Mordernisation of Plant and Machinery, Factory Buildings etc	69.91	93.61	-	-	163.52
Project Temporary suspended					
Bag House at Cheema*	-	-	-	153.25	153.25
Total	69.91	93.61	-	153.25	316.77

*The bag house at cheema boiler has been kept on hold pending reassessment of feasibility thereof and expected date of completion is currently not determinable.

2. INVESTMENTS (NON-CURRENT)

(Fully paid up except otherwise stated)

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
Investments in Equity Instruments				
Investment designated at Fair Value through Other Comprehensive Income				
Quoted				
ISG Traders Limited (Face value of Rs.10/- each)	17,45,786	1,536.29	17,45,786	1,710.87
Total -Non -Current Investments		1,536.29		1,710.87
Aggregate amount of Quoted Investments		1,536.29		1,710.87

- 2.1 The Company has made an irrevocable decision to consider equity instruments not held for trading to be recognized at FVTOCI.
- 2.2 The equity shares of ISG Traders Limited are quoted but not traded since long. Therefore, the fair value of investment in these shares have not been derived with respect to the rates prevailing in active market but has been considered based on an Independence valuation report carried out by a firm of chartered accountants. This is based on the latest available audited financial statements of the said company for the year ended 31st March, 2024 and is updated on availabilities of audited financial statements for the relevant year and consequential adjustments are given effect to on year to year basis.

- 2.3 Particulars of investments as required in terms of section 186(4) of the Companies Act, 2013 have been disclosed under Note No. 2 above.

3. OTHER FINANCIAL ASSETS (NON-CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(Unsecured, Considered Good unless otherwise stated)		
At amortised cost		
Security Deposits		
- Related parties (Refer Note No. 41)	-	49.00
- Others	177.40	183.32
	177.40	232.32

4. OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured Considered Good		
Capital Advances	6.77	20.26
Advances Other than Capital Advances		
Balances/Deposits with Government Authorities (Under Protest)	575.12	381.61
Advance Tax including Tax Deducted at Source (Refer Note No. 4.1)	-	414.61
Income Tax Refundable (Refer Note No.4.2)	539.96	148.79
Prepaid expenses	21.81	59.49
	1,143.66	1,024.76

- 4.1 Advance Tax including Tax Deducted at Source as on 31st March, 2024 is net of provision for Income Tax of Rs.1,752.79 Lakhs.
- 4.2 Income Tax refundable include the amount refundable as per the Income tax return filed by the Company pending assessment by the tax authorities.

5. INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials	6,773.78	3,750.44
Stock in Transit	-	1.34
Chemicals	327.86	316.42
Process stock	565.06	981.30
Finished goods	3,276.54	4,638.23
Stores and spares	2,594.84	1,829.55
	13,538.08	11,517.28

- 5.1 Refer Note No. 35 (3.10) For mode of Valuation
- 5.2 Refer Note No. 51.1

6. BIOLOGICAL ASSETS-CLONAL PLANT

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
As at opening (a)	57.90	19.64
Addition due to production during the year	337.69	362.61
Decrease due to sale/write off etc	368.49	324.35
Net Change in Fair Value of Biological Assets transferred to statement of Profit and Loss (b)	30.80	(38.26)
As at Closing (a) - (b)	27.10	57.90

7. CURRENT INVESTMENTS

(Fully paid up except otherwise stated)

(₹ in Lakhs)

Particulars	Face Value (Rs.)	As at March 31, 2025		As at March 31, 2024	
		Holding (No.)	Amount	Holding (No.)	Amount
Investment measured at fair value through Profit and Loss					
Investment in Mutual Funds					
Quoted					
ICICI Prudential Ultra Short Term Fund – Growth	10	-	-	8,87,553.389	483.15
Bandhan Bond Fund-Short Term Plan Regular-Growth	10	-	-	7,25,610.420	374.45
UTI Corporate Bond Fund - Regular Growth Plan	10	-	-	1,50,12,981.880	2,223.39
KOTAK Equity Savings fund-Direct Growth	10	1,66,70,356.121	4,545.91	79,62,171.111	2,022.81
HDFC Equity Saving Fund	10	35,18,123.744	2,487.03	38,98,709.115	2,552.89
SBI Equity Saving Fund	10	2,87,02,628.253	7,179.33	2,53,82,733.907	5,887.27
ICICI Prudential Equity Saving Fund	10	-	-	72,88,423.644	1,575.03
Aditya Birla Sun Life Equity Saving Fund	10	1,00,99,104.326	2,366.22	48,51,387.324	1,054.21
Nippon India Equity Saving Fund	10	-	-	13,39,553.642	213.05
Aditya Birla Sun Life Arbitrage Fund	10	-	-	31,15,921.996	811.11
Aditya Birla Sun Life Government Security Fund	10	3,51,343.579	303.79	3,51,343.579	277.59
Nippon India Gilt Security Fund	10	5,20,205.227	220.81	5,20,205.227	201.40
ICICI Prudential Multi Asset Fund	10	2,15,836.401	1,705.61	-	-
Total			18,808.70		17,676.35
Aggregate amount and Market Value of Quoted Investments					
- In Mutual Funds			18,808.70		17,676.35

7.1 Particulars of investments as required in terms of section 186(4) of the Companies Act, 2013 have been disclosed under Note No. 7 above.

8. TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good, secured	328.57	287.27
Considered good, unsecured	255.92	103.19
	584.49	390.46

8.1 AGEING OF TRADE RECEIVABLE

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Within Credit Period	Less than 6 Months	6 months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
As at March 31, 2025							
(i) Undisputed Trade receivables – considered good	571.04	12.62	0.41	0.42	-	-	584.49
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Total	571.04	12.62	0.41	0.42	-	-	584.49
As at March 31, 2024							
(i) Undisputed Trade receivables – considered good	371.61	3.80	1.34	11.87	0.03	1.81	390.46
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Total	371.61	3.80	1.34	11.87	0.03	1.81	390.46

8.2 Trade Receivables are generally settled on credit terms of 5 to 9 days

8.3 There are no outstanding receivables due from directors or other officers of the company.

9. a) CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks		
In current accounts	262.11	184.99
Fixed deposits with Banks(having original maturity of less than 3 months)	2,000.00	900.00
Cash in hand	2.51	1.44
	2,264.62	1,086.43

9.b) OTHER BANK BALANCES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Margin Money Accounts {Refer Note No. 9.b)(i)}	750.89	771.53
Earmarked balances with bank		
Unclaimed Dividend Account {Refer Note No. 9.b)(ii)}	27.71	27.19
Fixed deposits with Banks(having original maturity of more than 3 months But less than 12 Months)	-	600.00
	778.60	1,398.72

9.b)(i) – Kept as lien against Bank Guarantee and Letter of Credit(LC).

9.b)(ii) – Balances with banks of unpaid dividend account represents money that can be utilised for dividend payment to equity shareholders.

10. LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(Unsecured Considered Good)		
At amortised cost		
Loan to Body Corporate (Refer Note No. 44)	45.00	45.00
Less: Impairment Allowance for doubtful Loans (Refer Note No.10.1)	(45.00)	(45.00)
	-	-

10.1 MOVEMENT OF IMPAIRMENT ALLOWANCES FOR DOUBTFUL LOAN

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at the beginning of the year	45.00	45.00
Recognised during the year	-	-
Less: Reversal during the year	-	-
Balance at the end of the year	45.00	45.00

11. OTHER FINANCIAL ASSETS (UNSECURED, CONSIDERED GOOD)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Security Deposit		
- Related parties (Refer Note No. 41)	49.00	-
- Others	6.37	-
Interest receivables on deposits	78.76	84.96
	134.13	84.96

12. OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Advances other than Capital Advances		
Advances for supply of goods and rendering of services (Refer Note No. 12.a)	483.08	724.24
Export Incentive License pending utilisation	0.02	1.29
Prepaid expenses	198.13	164.73
Advances to Employees	10.28	6.33
Surplus in Gratuity Fund	18.06	-
Other Advances (Refer Note No.12.b)	-	21.90
	709.57	918.49

- 12.a) There are no outstanding loans and advances in nature of loan to promoters , key managerial personnel or other officers of the company.
- 12.b) Other Advances represents expenditure for CSR in excess of the limit specified under section 135 of the Companies Act, 2013 for Corporate Social Responsibility (CSR).

13. EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Authorized		
10,000 5% Cumulative Tax Free Redeemable Preference Shares of Rs.100 each	-	10.00
39,900,000 (Previous Year 39,800,000) Equity Shares of Rs.10 each	3,990.00	3,980.00
100,000 `A' (Previous Year 100,000) Equity Shares of Rs.10 each	10.00	10.00
	4,000.00	4,000.00
Issued		
15,511,250 (Previous Year 15,511,250) Equity Shares of Rs.10 each	1,551.12	1,551.12
100,000 `A' (Previous Year 100,000) Equity Shares of Rs.10 each	10.00	10.00
	1,561.12	1,561.12
Subscribed and Paid-up		
15,508,350 (Previous Year 15,508,350) Equity Shares of Rs.10 each	1,550.83	1,550.83
100,000 `A' (Previous Year 100,000) Equity Shares of Rs.10 each	10.00	10.00
	1,560.83	1,560.83

- 13.1 The Company has two class of equity shares having a par value of Rs. 10/-. Each holder of both class of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders of the both class are eligible to receive the remaining assets of the company, after distribution of the preferential amounts if applicable, in proportion of their shareholding.
- 13.2 Pursuant to shareholder's approval, authorised share capital representing un-issued 10,000 number of preference share capital (face value of Rs.100 each) aggregating to Rs. 10 Lakhs has been cancelled which correspondant increase in 1,00,000 number of equity share capital (face value of Rs.10 each) valuing Rs.10 Lakhs. The total authorised share capital of the Company , however ,remains unchanged from previous year
- 13.3 There has been no changes/movements in number of shares outstanding at the beginning and at the end of the reporting period.

13.4 Shareholders holding more than 5% equity shares

(₹ in Lakhs)

Name of share holders	As at March 31, 2025		As at March 31, 2024	
	No. of shares	% of Total Shares	No. of shares	% of Total Shares
ISG Traders Limited	49,30,644	31.59	49,30,644	31.59
Albert Trading Company Private Limited	9,05,200	5.80	9,05,200	5.80
Lok Prakashan Limited	8,52,363	5.46	8,52,363	5.46

13.5 Promoter's Shareholding :

(₹ in Lakhs)

Name of Promoters	As at March 31, 2025		% Change During the year 2024-2025	As at March 31, 2024		% Change During the year 2023-2024
	No. of Shares	% of Total Shares		No. of Shares	% of Total Shares	
I S G Traders Limited	49,30,644	31.59	-	49,30,644	31.59	-
Albert Trading Company Private Limited	9,05,200	5.80	-	9,05,200	5.80	-
Silent Valley Investments Limited	6,21,000	3.98	-	6,21,000	3.98	-
Continuous Form (Calcutta) Limited	5,10,000	3.27	-	5,10,000	3.27	-
Mr. Shrivardhan Goenka	45,500	0.29	-	45,500	0.29	-
	70,12,344	44.93	-	70,12,344	44.93	-

14. OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Securities Premium Reserve		
As per last Balance Sheet	4,459.50	4,459.50
Changes during the year	-	-
As at Balance Sheet date (a) (Refer Note No. 14.1)	4,459.50	4,459.50
Capital Redemption Reserve		
As per last Balance Sheet	50.00	50.00
Changes during the year	-	-
As at Balance Sheet date (b) (Refer Note No. 14.2)	50.00	50.00
General Reserve		
As per last Balance Sheet	1,582.01	1,582.01
Changes during the year	-	-
As at Balance Sheet date (c) (Refer Note No. 14.3)	1,582.01	1,582.01
Retained Earnings		
As per last Balance Sheet	59,150.39	53,557.77
Profit for the year	4,114.45	6,400.32
Transfer from Other Comprehensive Income in respect of remeasurement of defined benefit plan	47.16	(27.29)
Less:- Final Dividend	(624.33)	(780.41)
As at Balance Sheet date (d) (Refer Note No. 14.4)	62,687.67	59,150.39
Other Comprehensive Income		
(i) Equity instrument through other comprehensive income		
As per last Balance Sheet	(2,075.05)	(1,768.48)
Other Comprehensive Income for the year (net of tax)	(174.57)	(306.57)
Total	(2,249.62)	(2,075.05)
(ii) Remeasurement of defined benefit plan		
As per last Balance Sheet	-	-
Other Comprehensive Income for the year (net of tax)	47.16	(27.29)
Transfer to Retained Earnings	(47.16)	27.29
Total	-	-
As at Balance Sheet date (e) (Refer Note No. 14.5)	(2,249.62)	(2,075.05)
Total (a to e)	66,529.56	63,166.85

14.1 Securities Premium Reserve

Securities Premium Reserve represents the amount received in excess of par value of securities and is available for utilisation as specified under Section 52 of Companies Act, 2013.

14.2 Capital Redemption Reserve

Represent reserve created on redemption of 5% Cumulative Tax Free Redeemable Preference Shares of Rs.100 each and it is a non-distributable reserve.

14.3 General Reserve

The general reserve is created from time to time by appropriating profits from retained earnings. The general reserve is created by a transfer from one component of equity to another and accordingly it is not reclassified to the Statement of profit and loss.

14.4 Retained Earnings

Retained earnings generally represents the undistributed amount of accumulated earnings of the company. This includes Rs. 24,713.07 Lakhs (March 31, 2024 Rs. 24,713.07 Lakhs) which is not available for distribution as these are represented by changes in carrying amount of Property, Plant and Equipment being Land measured at fair value as on date of transition as deemed cost. This also includes other comprehensive loss of Rs. 37.59 Lakhs (March 31, 2024 Rs. 84.75 Lakhs) as at Balance sheet date relating to remeasurement of defined benefits plan (net of tax) which cannot be reclassify to the statement of profit and loss.

14.5 Other Comprehensive Income (OCI)

Other Comprehensive Income represent the balance with respect to:

- Re-measurement gains/ (losses) resulting from experience adjustments and changes in actuarial assumptions. These gains/ (losses) are recognised directly in OCI during the period in which they occur and are subsequently transferred to Retained earnings.
- Cumulative gains/ (losses) arising from the fair valuation of non-current equity investments at fair value through other comprehensive income, net of amounts reclassified to Retained earnings when those instruments are disposed of.

- 14.6 Subsequent to the Balance Sheet date, the Board of Directors of the Company have recommended dividend @ 35% (Rs.3.50/- per share) on 15608350 equity shares of Rs.10 each/- for the financial year ended March 31, 2025. This equity dividend is subject to approval by shareholders at the ensuing Annual General Meeting and has not been recognized as a liability in this financial statements. The total estimated equity dividend to be paid is Rs.546.29 Lakhs.

15. LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
Lease Liabilities	399.28	433.01
	399.28	433.01

15.1 Refer Note No. 32.5**16. OTHER FINANCIAL LIABILITIES**

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
Security Deposit (Refer Note No.16.1)	983.69	941.13
	983.69	941.13

- 16.1 Security Deposit includes Rs. 829.90 Lakhs (Previous year Rs.806.54 Lakhs) taken from Customers at interest rate of 7%p.a.

17. PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits (Refer Note No.37)	365.38	379.66
	365.38	379.66

18. DEFERRED TAX LIABILITIES

The following is the analysis of deferred tax (assets)/liabilities presented in the Balance Sheet:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax Assets	(110.21)	(132.80)
Deferred tax Liabilities	7,188.71	7,261.72
Net Deferred Tax (Assets)/Liabilities	7,078.50	7,128.92

Components of Deferred tax (Assets)/ Liabilities as at March 31, 2025 are given below:

(₹ in Lakhs)

Particulars	"As at March 31, 2024"	Charge/ (Credit) recognised	Charge/ (Credit) recognised in other comprehensive income	"As at March 31, 2025"
Deferred Tax Assets:				
Expenses allowable on payment basis	93.03	6.73	-	86.30
Remeasurement of defined benefit obligations	39.77	-	15.86	23.91
Total Deferred Tax Assets	132.80	6.73	15.86	110.21
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant & Equipment	6,925.12	(29.20)	-	6,895.92
Recognition of Biological Assets	14.57	(7.75)	-	6.82
Fair value of Investment through Statement of Profit and Loss	322.03	(36.06)	-	285.97
Total Deferred Tax Liabilities	7,261.72	(73.02)	-	7,188.71
NET DEFERRED TAX (ASSETS)/ LIABILITIES	7,128.92	(66.28)	15.86	7,078.50

Components of Deferred tax (Assets)/ Liabilities as at March 31, 2024 are given below:

(₹ in Lakhs)

Particulars	"As at March 31, 2023"	Charge/ (Credit) recognised	Charge/ (Credit) recognised in other comprehensive income	"As at March 31, 2024"
Deferred Tax Assets:				
Expenses allowable on payment basis	125.18	32.15	-	93.03
Remeasurement of defined benefit obligations	30.59	-	(9.18)	39.77
Fair value of Investment through Other Comprehensive Income (Refer Note No.18.1 and 18.2)	201.82	-	201.82	-
Financial Instruments	12.63	12.63	-	-
Total Deferred Tax Assets	370.22	44.78	192.64	132.80
Deferred Tax Liabilities:				
Timing difference with respect to Property, Plant and Equipment	6,909.78	15.34	-	6,925.12
Recognition of Biological Assets	1.64	12.93	-	14.57
Fair value of Investment through Statement of Profit and Loss	99.23	222.80	-	322.03
Total Deferred Tax Liabilities	7,010.65	251.07	-	7,261.72
NET DEFERRED TAX (ASSETS)/ LIABILITIES	6,640.43	295.85	192.64	7,128.92

- 18.1 Deferred tax asset of Rs. 201.82 Lakhs being the amount pertaining to the differential in fair value of investments recognised through Other Comprehensive Income in earlier years in absence of reasonable assurance for potential utilisation thereof in the near future has been reversed in the year 2023-2024.

- 18.2 The amount of deductible temporary differences for which no deferred tax assets in absence of foreseeable utilisation against taxable income of the company has been recognised in the balance sheet are as below:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Effect of loss on fair value of Investment through Other Comprehensive Income	292.23	201.82

19. LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Current maturities of lease Liability	67.50	67.50
	67.50	67.50

19.1 Refer Note No. 32.5**20. TRADE PAYABLES**

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro enterprises and small enterprises (Refer Note No.20.1)	1,055.76	1,363.51
Total outstanding dues of creditors other than micro enterprises and small enterprises.	1,065.71	1,056.87
	2,121.47	2,420.38

- 20.1 Disclosure of Trade payables as required under section 22 of Micro, Small and Medium Enterprises Development (MSME) Act, 2006, based on the confirmation and information available with the company regarding the status of suppliers.

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
a) Principal & Interest amount remaining unpaid but not due as at year end	1,055.76	1,363.51
b) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	Nil	Nil
d) Interest accrued and remaining unpaid as at year end	Nil	Nil
e) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	Nil	Nil

20.2 Outstanding for following periods from due date of payment

(₹ in Lakhs)

As at March 31, 2025	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	1,020.46	0.69	-	-	-	1,021.15
(ii) Others	1,033.69	11.10	2.91	-	-	1,047.70
(iii) Disputed dues – MSME	-	2.75	-	-	31.86	34.61
(iv) Disputed dues - Others	-	0.82	1.94	5.51	9.74	18.01
Total	2,054.15	15.36	4.85	5.51	41.60	2,121.47

"As at March 31, 2024"	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	1,331.00	-	-	-	-	1,331.00
(ii) Others	838.37	202.57	-	0.22	-	1,041.16
(iii) Disputed dues – MSME	-	-	-	-	32.51	32.51
(iv) Disputed dues - Others	-	-	5.51	-	10.20	15.71
Total	2,169.37	202.57	5.51	0.22	42.71	2,420.38

20.3 Trade payables are non interest bearing and are normally settled on agreed credit terms within 180 days.

21. OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
Interest payable (Refer Note No. 21.1 and 41)	-	6.77
Unclaimed dividends (Refer Note No. 21.2)	27.71	27.19
Liability for Capital Goods		
- Total outstanding dues of micro enterprises and small enterprises	43.14	41.92
- Total outstanding dues of Creditors other than micro enterprises and small enterprises	226.69	276.30
Payable to Employees	525.31	496.39
Others (Refer Note No. 21.3)	1,284.13	1,459.31
	2,106.98	2,307.88

21.1 Rs.6.77 Lakhs payable towards interest on loan taken from ISG Trader Limited in earlier year, being no more payable has been written back during the year.

21.2 During the financial year 2024-25 an amount of Rs.3.81 Lakhs (Previous year Rs.Nil) in respect of the dividend for the financial year 2016-17 has been transferred to Investor Education and Protection Fund (IEPF) within the prescribed time limit as required under the Companies Act, 2013.

21.3 Includes provision for incentive/ charges against sales and purchases.

22. OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance from customers (Refer Note No. 22.1)	569.77	259.30
Statutory dues (Goods and Service Tax, Provident Fund, Tax Deducted at Source etc.)	242.99	180.92
	812.76	440.22

22.1 Advance from customers is recognised when payment is received before the related performance obligation is satisfied. This includes advances received from the customers towards products or services to be provide in future period, revenue is recognised once performance obligation is met i.e. once the control over product or service has been transfer to the customer.

23. PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits (Refer Note No. 37)	57.54	108.94
	57.54	108.94

24. CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for taxation (net of advance tax)	166.76	-
	166.76	-

24.1 Provision for Income Tax as on 31st March 2025 is net of Advance Tax including Tax Deducted at Source and Tax Collected at source of Rs.1,098.53 Lakhs .

25. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
a) Sale of products (Refer Note No.43(c))	43,166.21	43,732.38
b) Other Operating Revenue		
Sale of Scrap	467.17	714.91
Export Incentive	0.12	-
	467.29	714.91
	43,633.50	44,447.29

26. OTHER INCOME

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Interest Income:-		
On loans, deposits, overdue Trade Receivable etc.	118.72	663.29
On Financial Assets measured at amortised cost	1.35	1.33
Other non-operating income (net of expenses directly attributable to such income).		
Net change in fair value less estimated costs to sell of biological assets	-	38.26
Net gain on sale / redemption of Current investments	245.65	7.60
Net gain on fair valuation of Current investments through profit and loss	1,022.16	1,237.09
Insurance claim received (Refer Note No. 26.3)	161.70	330.61
Provision/ Liability no longer required written back	287.73	297.44
Miscellaneous income (Refer Note No. 26.1 and 26.2)	556.61	615.66
Total	2,393.92	3,191.28

26.1 Includes Rs.420.41 lakhs (previous year Rs.404.88 lakhs) in respect of sale of clonal plant.

26.2 Includes Rs.36.25 Lakhs (previous year Rs. 82.87 Lakhs) including interest thereon being the amount recovered from one of the customers on settlement of the matter disputed and pending before the court of law.

26.3 Represents Rs. 161.70 Lakhs (Previous year Rs.303.69 Lakhs) being the amount of insurance claim crystallised in respect of loss of Inventory (Wood) due to fire occurred in the earlier year.

27. COST OF MATERIALS CONSUMED

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Raw Materials Consumed	20,200.94	22,114.87

27.1 DETAILS OF MATERIAL CONSUMED

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Wood, wood and paper waste and wood pulp	16,044.73	17,285.77
Chemical and Dyes Consumed	4,156.21	4,829.10
Total	20,200.94	22,114.87

27.2 Refer Note No. 51.1

28. CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE & WORK-IN-PROGRESS (₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Opening Stock:		
Stock In Process	981.30	1,093.19
Finished Stock	4,638.23	1,584.33
	5,619.53	2,677.52
Closing Stock:		
Stock In Process	565.06	981.30
Finished Stock	3,276.54	4,638.23
	3,841.60	5,619.53
Total Increase/ Decrease in Stock of Paper and Work-in-Progress	1,777.93	(2,942.01)

29. EMPLOYEES BENEFIT EXPENSES (₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Salaries, Wages, Bonus and Benefits etc.	2,743.42	2,648.87
Contribution Provident and Other Funds	182.20	179.05
Employees Welfare Expenses	147.54	188.84
	3,073.16	3,016.76

30. FINANCE COSTS (₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Interest Expense on Security Deposit	57.54	56.40
Interest on Lease Liability	33.77	27.36
Interest on others	5.10	-
	96.41	83.76

31. DEPRECIATION AND AMORTIZATION EXPENSES (₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
- On Property, Plant and Equipment including Right of Use Assets	638.95	544.10
	638.95	544.10

32. OTHER EXPENSES (₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Stores and components consumed	1,466.85	1,581.59
Power and fuel	6,959.08	8,513.22
Repair to:-		
Buildings	506.65	518.74
Machinery	838.27	1,014.92
Others	13.41	18.28
Rent	117.66	109.63
Net Change in Fair Value of Biological assets	30.80	-
Rates and Taxes	155.35	194.92
Insurance	293.67	319.54
Packing , Transportation and other selling expenses	283.32	260.23
Brokerage and Commission	416.73	279.28

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Brand Usage Fees (Refer Note No. 32.4)	323.75	327.99
Legal and Professional Charges	699.38	757.46
Loss on sale of Property, Plant and Equipment (net)	-	1.48
Sundry balances written off	-	2.36
General manufacturing expenses	991.55	954.41
Directors Sitting Fees	19.20	15.60
Auditors Remuneration (Refer Note No. 32.1)	14.00	12.05
Corporate Social Responsibility Expenditure (Refer Note No. 32.2)	127.00	94.46
Miscellaneous expenses (Refer Note No. 32.3)	1,639.05	1,574.65
	14,895.72	16,550.81

32.1 AUDITORS REMUNERATION

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Statutory Audit	8.25	8.25
Tax Audit	2.00	2.00
Certification and Others	3.75	1.80
	14.00	12.05

32.2 DISCLOSURE ON CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENSES

- (a) (a) Gross amount required to be spent by the Company during the year 2024-25 pursuant to the provision of section 135 of the Companies Act 2013 and rules made there under is Rs. 127.00 Lakhs (Previous year Rs. 94.46 Lakhs).
- (b) Detail of amount actually spent by the Company is as follows:

(₹ in Lakhs)

Particulars	2024-25			2023-24		
	Amount Spent	Amount Provided for	Net Amount	Amount Spent	Amount provided for	Net Amount
Eradicating hunger, poverty, malnutrition, promoting health care and sanitation including contribution to swachh bharat kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.	24.12	-	24.12	23.87	-	23.87
Promoting education, including special education and employment enhancing vocational skill specially among children, women, elderly and differently abled and livelihood enhancement projects.	63.44	-	63.44	55.96	-	55.96
Promoting gender equality, empowering woman, setting up homes and hostels for woman and orphans, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.	5.97	-	5.97	6.39	-	6.39
Ensuring environmental sustainability/ ecological balance , protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water etc.	11.07	-	11.07	11.86	-	11.86
Restoration/Renovation of buildings and site of historical importance, works of art and culture.	0.50	-	0.50	2.42	-	2.42
Total	105.10	-	105.10	100.50	-	100.50

(c) **Detail of carried forward amount:**

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year ended 31 st March 2024
Opening balance of CSR (Refer Note No. 12)	21.90	15.86
Add: Payment During the Year	105.10	100.50
	127.00	116.36
Expense to be recognised in the Statement of Profit and Loss as per Section 135 of Companies Act, 2013	127.00	94.46
Excess amount required to be carried forward (Refer Note No.12)	-	21.90

32.3 Includes Rs 215.14 lakhs (March 31,2024 Rs. 189.86 lakhs) on account of research and development expenses.

32.4 The company has entered into an agreement with ISG Traders Limited for payment of fees against usage of Brand name cum Logo 'Duncan Goenka' from the year 2023-2024. Accordingly, Rs. 323.75 Lakhs (Previous year Rs.327.99 Lakhs) being the amount payable in this respect has been recognised as Brand Usage fees and has been disclosed separately under Other Expenses.

32.5 **Disclosures as per Ind AS 116 "Leases"**

(a) **Treatment of Leases as per Ind AS 116**

The Company assesses whether a contract is or contains a lease, at the inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements, except for short-term leases (leases with a lease term of 12 months or less) and leases of low value assets . For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, incremental borrowing rate is considered for the purpose.

The weighted average incremental borrowing rate applied to leases recognised during the FY 2024-25 is 7%.

Nature of lease: The Company's significant leasing arrangements is in respect of building-office premises on lease which are not non-cancellable and are usually renewable on mutually agreeable terms.

(b) The Company has also taken certain offices and residential premises on lease for short term period and leases of low value assets. The aggregate lease rental of Rs. 117.66 Lakhs (Previous year Rs 109.63 Lakhs) (Refer Note No.32) on such lease has been charged to statement of Profit and Loss".

(c) **Lease Liabilities Reconciliation**

(₹ in Lakhs)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
(i) Opening Balance	500.51	13.56
(ii) Addition during the Year	-	524.31
(iii) Interest on lease liabilities (Refer Note No.30)	33.77	27.36
(iv) Repayment	67.50	64.72
(v) Closing Balance	466.78	500.51

(d) **The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:-**

(₹ in Lakhs)

Particulars	2024-25	2023-24
Not later than one year	67.50	67.50
Later than one year and not more than five years	420.30	393.82
Later than five years	117.48	211.47

(e) Lease Liabilities

(₹ in Lakhs)

Particulars	As at March 31, 2025			As at March 31, 2024		
	Non-Current	Current	Total	Non-Current	Current	Total
Lease Liabilities	399.28	67.50	466.78	433.01	67.50	500.51
Total	399.28	67.5	466.78	433.01	67.50	500.51

33. TAX EXPENSES

33.1 COMPONENT OF TAX EXPENSES:

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Current Tax		
In respect of current year	1,265.29	1,752.79
In respect of earlier year	30.85	(358.49)
Total Current Tax expenses recognised in the current year	1,296.14	1,394.30
Deferred Tax		
In respect of current year	(66.28)	295.85
Total Deferred Tax expenses recognised in the current year	(66.28)	295.85
Total tax expense recognised in the current year	1,229.86	1,690.15

33.2 RECONCILIATION OF INCOME TAX EXPENSE FOR THE YEAR WITH ACCOUNTING PROFIT IS AS FOLLOWS:

Taxable Income differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. Details in this respect are as follows :

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Profit before tax	5,344.31	8,090.47
Income tax expense calculated at 25.168% as applicable for corporate entities on taxable profits under the Indian tax laws.	1,345.06	2,036.21
Add: Effect of Expenses that are not deductible in determining Taxable Profit		
Effect of tax on capital gain	3.86	1.30
Expenses not allowed for tax purposes	31.97	23.77
Less : Effect of Expense/income that are deductible/not taxable in determining taxable profit		
Effect of tax on revaluation of land	-	110.82
Effect of difference in Tax rate for Profit and Gain of Business and Profession and Capital Gain	181.88	(98.17)
Effect of Tax of earlier year	(30.85)	358.49
Income tax expense recognised in profit or loss	1,229.86	1,690.15

The tax rate used for reconciliations above is the corporate tax rate of 25.168% payable by corporate entities in India on taxable profits under the Indian tax laws.

34. COMPONENTS OF OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Items that will not be reclassified to Statement of Profit or Loss		
Net fair value changes on investments in equity shares at FVTOCI	(174.57)	(104.75)
Remeasurement of defined benefit plans	63.02	(36.47)
	(111.55)	(141.22)

34.1 INCOME TAX RECOGNIZED IN OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Deferred tax charge/(credit) on:		
Net fair value changes on investments in equity shares at FVTOCI	-	201.82
Remeasurement gains of defined benefit obligation	15.86	(9.18)
Income tax recognized in Other Comprehensive income	15.86	192.64
Bifurcation of the income tax recognized in Other comprehensive income into:		
Items that will be reclassified to profit or loss	-	-
Items that will not be reclassified to profit or loss	15.86	192.64

34.2 COMPONENTS OF OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Items that will not be reclassified to statement of profit and loss		
Net fair value changes on investments in equity shares at FVTOCI (net of tax)	(174.57)	(306.57)
Remeasurement of defined benefit obligation (net of tax)	47.16	(27.29)
	(127.41)	(333.86)

35. COMPANY OVERVIEW, BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES
1. Corporate Information

Star Paper Mills Limited ('the company') having Corporate Identity Number ("CIN") L21011WB1936PLC008726 is a public limited company incorporated and domiciled in India having its plant at Saharanpur in the State of Uttar Pradesh and registered office at Duncan House, 2nd Floor, 31, Netaji Shubash Road, Kolkata in the State of West Bengal. The Company is engaged in the manufacture and supply of Paper, and Paper Board and other related products as its core business. It produces a wide range of Industrial Packaging and cultural paper catering various segments of the consumer. The Company's shares are listed on the NSE Limited and BSE Limited.

2. Statement of Compliance and Recent Accounting Pronouncements
2.1 Statement of Compliance

These financial statements ("financial statements") have been prepared under Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and other relevant provisions of the Act (to the extent notified) and presentation requirements of Division II of Schedule III to the Act, as applicable to the financial statements.

The financial statements for the Year Ended 31st March 2025 were approved for issue by the Company's Board of Directors on 29th May 2025 and are subject to adoption by the shareholders in the ensuing Annual General Meeting.

All Ind AS issued and notified till the financial statements are approved for issue by the Board of Directors have been considered in preparing these financial statements.

Accounting policies have been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing Ind AS requires a change in the accounting policy hitherto in use.

2.2 Application of New and Revised Standards :

During the Year Ended 31st March 2025, the Company considered the amendments notified by the Ministry of Corporate Affairs (MCA) through the 1st Amendment dated 12th August 2024, the 2nd Amendment dated 9th September 2024, and the 3rd Amendment dated 28th September 2024 to the Companies (Indian Accounting Standards) Rules, 2015.

These amendments primarily relate to the introduction of Ind AS 117 – Insurance Contracts, along with consequential changes to other standards including Ind AS 101, 103, 104, 105, 107, 109, and 115, which address accounting and disclosure requirements for insurance contracts and financial guarantee contracts. The amendments also include changes to Ind AS 116 – Leases, specifically addressing accounting and disclosure requirements for sale and leaseback arrangements.

The adoption of these amendments to the extent applicable to the Company did not have impact on the profit or loss and earnings per share of the Company for the year.

2.3 Recent Accounting Pronouncements :

Standards issued but not yet effective :

The Ministry of Corporate Affairs (MCA), vide notification dated 7th May 2025, has amended Indian Accounting Standard (Ind AS) 21 – The Effects of Changes in Foreign Exchange Rates and Ind AS 101 – First-time Adoption of Indian Accounting Standards. These amendments are applicable for annual reporting periods beginning on or after 1st April 2025.

The key amendment relates to providing guidance for assessing lack of exchangeability between currencies and estimating the spot exchange rate when a currency is not exchangeable. Additional disclosure requirements have also been introduced in such scenarios, including the nature and financial effect of the currency in exchangeability, the estimation methodology used, and risks arising therefrom.

The Company is currently evaluating the impact of these amendments and expects that their application will not have a material effect on the financial statements.

3. Material Accounting Policies

3.1 Basis of Preparation

The Financial Statements have been prepared under the historical cost convention on accrual basis except for:

- certain financial instruments which are measured in terms of relevant Ind AS at fair value/ amortized costs at the end of each reporting period.
- certain class of Property, Plant and Equipment, i.e, freehold land which on the date of transition have been fair valued to be considered as deemed costs; and
- Defined benefit plans- Plan Assets measured at fair value

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Ind AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013. Having regard to the nature of business being carried out by the Company, the Company has determined its operating cycle as twelve months for the purpose of current and non-current classification.

Functional /presentation currency and rounding-off of amounts

The items included in the financial statements (including notes thereon) are measured using the currency of the primary economic environment in which the Company operates ("the functional currency") and are, therefore, presented in Indian Rupees ("INR" or "Rupees" or "Rs." or "₹"). All amounts disclosed in the financial statements, including notes thereon, have been rounded off to the nearest two decimals of Lakhs unless otherwise stated.

3.2 Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

- Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.

- c) Level 3: Inputs for the asset or liability which are not based on observable market data (unobservable inputs).

The company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements and regularly reviews significant unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

3.3 Property Plant and Equipment (PPE)

Property, plant and equipment are stated at cost of acquisition or deemed cost on the date of transition i.e. PPE which have been fair valued on transition to be considered as deemed cost or cost of construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. Cost of an asset comprises its purchase price or its construction cost including duties and taxes (net of input tax credit availed), inward freight and other expenses incidental to acquisition or installation and adjustment for exchange differences wherever applicable and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management, after deducting discounts and rebates. In addition, Interest on Borrowings utilised to finance the construction of qualifying assets are capitalised as part of cost of the asset until such time that the asset is ready for its intended use.

Parts of an item of Property, Plant and Equipment having different useful lives and material value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components.

Property, Plant and Equipment includes spare, stand by equipments and servicing equipments which are expected to be used for a period of more than twelve months and meet the recognition criteria of Plant, Property and Equipment. The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part of property, plant and equipment consequent to additions made thereto is derecognised. The costs of servicing and repairs and maintenance of property, plant and equipment are recognised in the statement of profit and loss when incurred. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

The Company's lease assets comprising of Building have been separately shown under PPE as Right-of-Use (ROU) Assets.

Property, plant and equipment that are not ready for intended use on the balance sheet date are disclosed as "Capital work-in-progress". Capital work in progress includes purchase price, duties and taxes (net of input tax credit availed) and any directly attributable cost (including finance costs relating to borrowed funds utilised for construction or acquisition of property, plant and equipment incurred till projects are under implementation) of bringing the assets to their working condition and trial run expenses up to the date of installation. Such items are classified to the appropriate categories of Property, Plant and Equipment when gets completed and are ready for intended use. Amount paid towards acquisition of PPE outstanding as at each reporting date are recognized as capital advances under "Other Non-Current Assets."

Depreciation and Amortization, Estimated useful lives and residual value:

Depreciation on Property, Plant and equipment commences when the assets are ready for their intended use.

Depreciation on Property, Plant and Equipment is provided based on straight line method/written down value method as per the useful life specified under Schedule II of the Companies Act, 2013 to allocate their cost, net of their residual value. Subsequent additions to the cost of Property, Plant and Equipment are depreciated over the remaining life of mother asset.

Leasehold Building classified as ROU assets are amortised on straight line basis over the estimated useful lives (or lease term if shorter).

No depreciation is charged on Freehold land.

Useful life of Property, Plant and Equipment are reviewed and assessed by the Company at the end of the year based on technical evaluation of relevant class of assets. Based on the above the estimated useful life of assets are as follows:

Buildings	30 Years
Plant and Equipments	10-15 Years
Furniture and Fixtures	5-10 Years
Vehicles	10 Years
Computer	3-5 Years
Office Equipment	10 Years

The management believes that these estimated useful lives are realistic and reflect a fair approximation of the period over which the assets are likely to be used.

The residual value of an item of Property, Plant and Equipment has been kept at 5 percent or less of the cost of the respective assets.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

3.4 Leases

The Company's lease asset classes primarily consist of leases for Buildings. The Company assesses whether a contract is or contains a lease, at the inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

1. the contract involves the use of an identified asset,
2. the Company has substantially all of the economic benefits from use of the asset through the period of the lease and,
3. the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options considered for arriving at ROU and lease liabilities when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset (under PPE) have been separately disclosed in the Balance Sheet and lease payments have been classified as part of financing cash flows.

3.5 Derecognition of Tangible and ROU assets

An item of Property, plant and equipment (including ROU assets) is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

3.6 Impairment of Tangible and ROU assets

Tangible and ROU assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of assets is determined. An impairment loss is recognised in the statement of profit and loss, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is the higher of assets' fair value less cost to disposal and its value in use. In assessing value in use, the estimated future cash flows from the use of the assets are discounted using pre-tax discount rate to their present value at appropriate rate.

Impairment losses recognized earlier may no longer exist or may have come down. Based on such assessment at each reporting period the impairment loss is reversed and recognized in the Statement of Profit and Loss. In such cases the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

3.7 Financial Instruments

Financial assets and financial liabilities are recognized in the Balance sheet when the Company becomes a party to the contractual provisions of financial instruments. The Company determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

A. Financial assets

I. Initial recognition and measurement

The financial assets include investments, trade receivables, loans and advances, cash and cash equivalents, derivative financial instruments, bank balances other than cash and cash equivalents, and other financial assets.

Financial assets are initially measured at fair value. Transaction costs directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit or loss) are added to or are deducted from the fair value of the financial assets as appropriate on initial recognition. However, trade receivables that do not contain a significant financing component are measured at transaction price.

II. Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- (i) at amortized cost,
- (ii) at fair value through other comprehensive income (FVTOCI), and
- (iii) at fair value through profit or loss (FVTPL)

(a) Financial assets at amortized cost

A 'financial asset' is measured at the amortized cost if the following two conditions are met:

- (i) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortized cost is determined using the Effective Interest Rate ("EIR") method. Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the Financial instruments or, where appropriate, a shorter period.

(b) Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held both for collection of contractual cash flows and for selling the financial assets, and contractual terms of the financial assets give rise to cash flows representing solely payments of principal and interest.

For the purpose of para (a) and (b) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

(c) Financial assets at fair value through profit or loss (FVTPL)

Financial assets that are not classified in any of the categories above are classified at fair value through profit or loss.

(d) Equity investments

Equity investments in the scope of Ind AS 109 are measured at fair value except for investments in subsidiaries and associates, which are carried at cost.

The Company makes an election to present changes in fair value either through other comprehensive income or through profit or loss on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in other comprehensive income. However, dividends on equity instruments on fair value through other comprehensive income (FVTOCI) is recognised in profit or loss.

In addition, profit or loss arising on sale is also taken to other comprehensive income. The amount accumulated in this respect is transferred within the Equity on derecognition.

III. De-recognition

The Company derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to the third party.

On derecognition of a financial asset (except for equity instruments designated as FVTOCI), the difference between the assets' carrying amount and the sum of the consideration received and receivable are recognized in statement of profit and loss.

On derecognition of assets measured at FVTOCI (except equity instruments) the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.

IV. Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

B. Financial liabilities**I. Initial recognition and measurement**

The financial liabilities include trade and other payables, loans and borrowings, including bank overdrafts, etc.

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial liabilities (other than financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial liabilities, as appropriate, on initial recognition.

II. Subsequent measurement

For subsequent measurement, financial liabilities are classified into two categories:

- (i) Financial liabilities at amortised cost, and
- (ii) Derivative instruments at fair value through profit or loss (FVTPL).

Financial liabilities at amortized cost

After initial recognition, financial liabilities are subsequently measured at amortized cost using the EIR method. When the financial liabilities are derecognized, gains and losses are recognized in profit or loss. Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the Financial instruments or, where appropriate, a shorter period.

III. De-recognition

Financial liabilities are derecognized if the Company's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of Profit and Loss.

C. Offsetting of financial instruments

Financial assets and financial liabilities, including derivative financial instruments, are offset, and the net amount is reported in the Balance sheet if there is currently an 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.

D. Derivative and Hedge Accounting

Initial Recognition and Subsequent measurement

The company enters into derivative financial instruments such as foreign exchange forward and swap contracts to mitigate the risk of changes in foreign exchange rates in respect of financial instruments and forecasted cash flows denominated in certain foreign currencies. The company uses hedging instruments which provide principles on the use of such financial derivatives consistent with the risk management strategy of the company. The hedge instruments are designated and documented as hedges and effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at inception and on an ongoing basis.

Any derivative that is either not designated as a hedge, or is so designated but is ineffective as per Ind AS 109 "Financial Instruments", is categorized as a financial asset/ financial liability, at fair value through profit or loss. Transaction costs attributable are also recognized in Statement of profit and loss.

Changes in the fair value of the derivative hedging instrument designated as a fair value hedge are recognized in the Statement of profit and loss. Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity as cash flow hedging reserve to the extent that the hedge is effective.

Hedging instrument which no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively. Any gain or loss recognised in other comprehensive income and accumulated in equity remains therein till that time and thereafter to the extent hedge accounting being discontinued is recognised in Statement of profit and loss. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss accumulated in equity is transferred to the Statement of profit and loss.

3.8 Impairment of assets

A. Non financial assets

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value, less costs of disposal, and its value in use.

To assess impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If, at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognised is reversed so that the asset is recognised at its recoverable amount but not exceeding the value which would have been reported in this respect if the impairment loss had not been recognised.

B. Financial assets

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. The company recognises loss allowances using the Expected Credit Loss ("ECL") model for financial assets measured at amortised cost.

The company recognises lifetime expected credit losses for trade receivables. Loss allowance equal to the lifetime expected credit losses are recognised if the credit risk on that financial asset has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

3.9 Biological Assets

Clonal plants are measured at fair value less cost to sell with changes in fair value recognised in Statement of Profit and Loss.

3.10 Inventories

The inventories are valued at lower of cost or net realisable value after providing for obsolescence, if any. Cost of inventories is ascertained on 'weighted average' basis.

Cost in respect of raw materials and stores and spares includes expenses incidental to procurement of the same.

Cost in respect of finished goods and wrapper represents material, labour and other manufacturing cost and appropriate portion of overheads but does not include interest, selling and distribution overheads.

Cost of traded goods include cost of purchase and other cost incurred in bringing the inventory to their present location and condition.

Cost in respect of process stock represents, cost incurred up to the stage of completion.

Net Realizable Value is the estimated selling price in the ordinary course of business less estimated cost of completion and the estimated cost necessary to make the sale.

3.11 Asset Held for Sale

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all of the following criteria's are met: (i) decision has been made to sell. (ii) the assets are available for immediate sale in its present condition. (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets and disposal groups classified as held for sale are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised.

Non-current asset classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a Non-current asset classified as held for sale are presented separately from other liabilities in the balance sheet.

3.12 Foreign Currency Transactions

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate as at the date of transaction.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in the Statement of Profit and Loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

3.13 Equity Share Capital

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Incremental costs directly attributable to the issuance of new equity shares and buy-back of equity shares are shown as a deduction from the Equity net of any tax effects.

3.14 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognised and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Provisions, Contingent liabilities, and Contingent assets are reviewed at each balance sheet date.

3.15 Employee Benefits

Employee benefits are accrued in the year in which services are rendered by the employee.

Short term Employee benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

Other Long Term Employee Benefits

Leave encashment benefits are payable to employees while in service, retirement and on death while in service or on termination of employment. With respect to accumulated leaves outstanding at the year-end, liability for leave are accounted for on the basis of actuarial valuation at the balance sheet date. The cost of providing long term employee benefits consisting of leave encashment that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation. Actuarial gains and losses and past service cost are recognised immediately in the Statement of Profit and Loss for the period in which they occur. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation. Bifurcation of liabilities into Current and Non-current are done based on actuarial valuation report.

Post Employment Benefits

The Company operates the following post employment schemes:

- Defined Benefit Plans

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets (funded to Life Insurance Corporation of India), together with adjustments for unrecognized actuarial gains or losses and past service costs. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation. Bifurcation of liabilities into Current and Non-current are done based on actuarial valuation report.

Remeasurements of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the Statement of Profit and Loss.

- Defined Contribution Plans

In accordance with the provisions of the Employee Provident Funds and Miscellaneous Provisions Act, 1952, eligible employees of the company are entitled to receive benefits with respect to provident fund, a defined contribution plan, in which both the company and employee contribute monthly to Provident Fund Scheme the Central Government/Trust at a determined rate. The Company's contribution is charged off to the Statement of Profit and Loss as and when incurred.

3.16 Revenue

Revenue from contract with customer:

Revenue from Operations

Revenue from contracts with customers is accounted for only when it has commercial substance, and all the following criteria are met:

- (i) parties to the contract have approved the contract and are committed to performing their respective obligations;
- (ii) each party's rights regarding the goods or services to be transferred and payment terms there against can be identified;

(iii) consideration in exchange for the goods or service to be transferred is collectible and determinable

The revenue is recognized on satisfaction of performance obligation, when control over the goods or services has been transferred and/ or goods/ services are delivered/ provided to the customers. Delivery occurs when the goods have been shipped or delivered to a specific location, and the customer has either accepted the goods under the contract or the Company has sufficient evidence that all the criteria for acceptance have been satisfied.

Revenue is measured at the amount of transaction price (consideration specified in the contract with the customers) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of rebates, claims and discounts, returns, Goods and Service Tax (GST) and such other taxes collected on behalf of third party not being economic benefits flowing to the company are excluded from revenue. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method.

Other Operating Revenue-Export Benefits :

Export incentives are accounted for in the year of export if the entitlements and realisability thereof can be estimated with reasonable accuracy and conditions precedent to such benefit is fulfilled.

Interest, Dividend and Claims

Dividend income is recognised when the right to receive payment is established. Interest has been accounted using effective interest rate method. Insurance claims/ other claims are accounted as and when admitted or settled which ever is earlier.

3.17 Borrowing Costs

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets.

A qualifying PPE is an asset, that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing cost also includes exchange differences to the extent considered as an adjustment to the borrowing costs.

3.18 Taxes on Income

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognised in the income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The carrying amount of deferred tax assets is 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 all or part of the deferred tax asset to be utilized.

Deferred tax items in correlation to the underline transactions relating to Other Comprehensive Income and Equity are recognised in Other Comprehensive Income and Equity respectively.

3.19 Earnings Per Share

Basic earnings per share are computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

3.20 Segment Reporting

Operating segments are identified and reported taking into account the different risk and return, organisation structure and in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). CODM is responsible for allocating resources and assessing performance of the operating segments, financial results, forecasts or plan for the segment and accordingly is identified as the chief operating decision maker.

The company operates in one business segment of Paper, Paper Board and related products being primary segment and all other activities revolve around the main activity.

3.21 Government Grants and Subsidies/ Incentives

Grant from government are recognised when there is reasonable assurance that the condition attached to them will be complied and grant/ subsidy will be received and there exists no significant uncertainty with regard to the collection. Revenue grants including subsidy/rebates are credited to the Statement of Profit and Loss Account under "Other Operating Income" or deducted from the related expenses for the period to which these are related. Grants which are meant for purchase, construction or otherwise acquire non current assets are recognized as Deferred Income and transferred to the Statement of Profit and Loss on a systematic basis over the useful life of the respective asset. Grants relating to non-depreciable assets is transferred to the Statement of Profit and Loss over the periods as specified for meeting the obligations related to such grants.

3.22 Exceptional items

Exceptional items include income or expenses that are part of ordinary activities. However, they are of such significance and nature that separate disclosure enables the user of financial statements to understand the impact more clearly. These items are identified by their size or nature to facilitate comparison with prior periods and assess underlying trends in the Company's financial performance.

3.23 Statement of Cash Flows

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals, or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing flows. Accordingly, the Company's cash flows from operating, investing, and financing activities are segregated.

For reporting Statement of Cash Flows, cash and cash equivalents consist of cash on hand, cheques on hand, balance with banks, and short term highly liquid investments, as stated above, net of outstanding book overdrafts, as they are considered an integral part of the Company's cash management.

4. Critical accounting judgments, assumptions and key sources of estimation and uncertainty

The preparation of the financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amount of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognised in the year in which the results are known / materialised and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the financial statements that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below. The notes dealt with in 4.1 to 4.6 below provide an overview of the areas that involved a high degree of judgement or complexity and of items which are likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements are included in the relevant notes together with information about basis of calculation of each affected line item in the financial statements.

4.1 Depreciation / Amortization and Impairment on Property, Plant and Equipment and ROU assets

Property, Plant and Equipment (including ROU assets) are depreciated/ amortized on Straight Line Basis/Written Down Value Basis over the estimated useful lives (or lease term, if shorter) in accordance with Schedule II to the Companies Act, 2013, taking into account the estimated residual value, wherever applicable. The Company reviews the estimated useful lives of the assets regularly in order to determine the amount of depreciation / amortization and amount of impairment expense to be recorded during any reporting period. This reassessment may result in change estimated in future periods.

The company reviews its carrying value of its Tangible whenever there is objective evidence that the assets are impaired. In such situation asset's recoverable amount are estimated which are higher of asset's or cash generating units (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflect the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted.

4.2 Right-of-use assets and lease liability

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the company's operations taking into account among other thing, the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

4.3 Impairment allowances on trade receivables

The Company evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Company bases the estimates on the ageing of the trade receivables balance, credit-worthiness of the trade receivables and historical write-off experience. In case of variation in financial condition the amount of impairment as recognised may vary having a significant impact on the Financial Statements.

4.4 Income taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes. Also there are matters pending before various judicial authorities outcome whereof are uncertain. Further, material judgement and assumptions are involved for arriving at timing differences and consequential adjustments on account of deferred taxation.

4.5 Defined benefit obligation (DBO)

Critical estimate of the DBO involves a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate, anticipation of future salary increases etc. as estimated by Independent Actuary appointed for this purpose by the Management. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

4.6 Provisions and Contingencies

Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/litigations/ against the Company as it is not possible to predict the outcome of pending matters with accuracy.

The carrying amounts of provisions and liabilities and estimation for contingencies are reviewed regularly and revised to take account of changing facts and circumstances.

36. Financial Instruments

The accounting classification of each category of financial instrument, their carrying amount and fair value are as follows:-
(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets (Current and Non-Current)				
Financial Assets measured at Amortised Cost				
Cash and cash equivalents	2,264.62	2,264.62	1,086.43	1,086.43
Other Bank Balances	778.60	778.60	1,398.72	1,398.72
Other Financial Assets	311.53	311.53	317.28	317.28
Trade Receivables	584.49	584.49	390.46	390.46
Financial Assets designated at Fair Value through Profit and Loss Account				
Investment in Mutual Funds	18,808.70	18,808.70	17,676.35	17,676.35
Financial Assets designated at Fair Value through Other Comprehensive Income				
Investment in Equity Instruments	1,536.29	1,536.29	1,710.87	1,710.87
(a) Total Financial Assets	24,284.23	24,284.23	22,580.11	22,580.11
Financial Liabilities (Current and Non-Current)				
Financial Liabilities designated at Amortised Cost				
Trade Payables	2,121.47	2,121.47	2,420.38	2,420.38
Lease Liability	466.78	466.78	500.51	500.51
Other Financial Liabilities	3,090.67	3,090.67	3,249.01	3,249.01
Total of Financial Liabilities	5,678.92	5,678.92	6,169.90	6,169.90

Fair Valuation Techniques

The fair values of the financial assets and liabilities are determined at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

The fair value of cash and cash equivalents, trade receivables and payables, current financial liabilities/financial assets and borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The management considers that the carrying amounts of financial assets and financial liabilities recognised at nominal cost/amortised cost in the financial statements approximate their fair values.

Investments in liquid and short-term mutual funds are determined using quoted market prices at the reporting date multiplied by the quantity held. Quoted Investments for which quotations are not available have been determined by an external independent valuer appointed in this respect with reference to the market value of the investment held by that company, Price to Earnings ratio of similar sector company along with premium/discount for controlling interest.

Fair value hierarchy

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2025:

(₹ in Lakhs)

Particulars	As at March 31, 2025	Fair value measurements at reporting date using		
		Level 1	Level 2	Level 3
Financial Assets				
Investment in Mutual Funds	18,808.70	18,808.70	-	-
	(17,676.35)	(17,676.35)	-	-
Investment in Equity Instruments(Non-Current)	1,536.29	-	-	1,536.29
	(1,710.87)	-	-	(1,710.87)

(*) Figures in round brackets () indicate figures as at March 31, 2024

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

- (a) Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2: Inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.
- (c) Level 3: Inputs for the asset or liability which are not based on observable market data.

During the year ended March 31, 2025, there were no transfers between Level 1, Level 2 and Level 3.

The Inputs used in fair valuation measurement are as follows:

Inputs used in fair valuation of Financial assets and liabilities not within the operating cycle of the company is amortized based on the borrowing rate of the company.

Equity Instruments are valued based on the market value of investments held by that company, Price to Earning ratio of similar sector company along with premium/discount of controlling interest.

FINANCIAL RISK FACTORS

The Company's activities are exposed to variety of financial risks. The key financial risks includes market risk, credit risk and liquidity risk. The Company's focus is to for see the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The risks are governed by appropriate policies and procedures and accordingly financial risks are identified, measured and managed with the Company's policies and risk objectives.

MARKET RISK

Market risk is the risk or uncertainty arising from possible market price fluctuations resulting in variation in the fair value of future cash flows of a financial instrument. The major components of Market risks are foreign currency risk, interest rate risk and other price risk. Financial instruments affected by market risk includes trade receivables, borrowings, investments and trade and other payables.

OTHER PRICE RISK

The company's investments in mutual funds and equity instruments which are fair valued through profit and loss and other comprehensive income respectively. The company's investment in Equity instruments are strategic and long term in nature and these are further subject to impairment testing as per the policy followed in this respect and are not expected to be material whereas investments in mutual funds are for short term in nature for deployment of surplus with the company which are subject to market conditions.

CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables). To manage this, the management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Major supplies are through whole seller who have paid deposit to the company and the risk involved in payment default is minimum. Further, evaluating the credit worthiness of the customers has minimised the risk of default by other segment customers. Besides, the risk of export receivables is covered under Credit Insurance. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable. Individual risk limits are set accordingly. Further the company obtains necessary security including letter of credits and/or bank guarantee to mitigate its credit risk.

The carrying amount of respective financial assets recognised in the financial statements, (net of impairment losses) represents the Company's maximum exposure to credit risk. The concentration of credit risk is limited due to the customer base being large and unrelated. Of the trade receivables balance at the end of the year, there are three customers aggregating to Rs.235.32 Lakhs which accounted for more than 10% of the accounts receivable as each case at March 31, 2025.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. Receivables from customers are reviewed/evaluated periodically by the management and appropriate provisions if considered necessary are made to the extent recovery there against has been considered to be remote.

Financial assets that are neither past due nor impaired

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions.

Financial assets that are past due but not impaired

Trade receivables disclosed above includes certain amounts that are past due at the end of the reporting period but against which no credit losses has been expected to arise.

LIQUIDITY RISK

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's objective is to maintain optimum level of liquidity to meet its cash and collateral requirements at all times. The company relies on internal accruals to meet its fund requirement.

Liquidity and interest risk tables

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows as on March 31, 2025. The Company does not have any borrowings hence there is no interest risk.

MATURITY ANALYSIS OF FINANCIAL LIABILITIES
As at March 31, 2025

(₹ in Lakhs)

Particulars	Carrying Amount	On Demand	Less than 6 months	6 to 12 months	> 1 year	Total
Other Liabilities	3,090.67	-	2,106.98	-	983.69	3,090.67
Trade and other payables	2,121.47	-	2,121.47	-	-	2,121.47

As at March 31, 2024

(₹ in Lakhs)

Particulars	Carrying Amount	On Demand	Less than 6 months	6 to 12 months	> 1 year	Total
Other Liabilities	3,249.01	-	2,307.88	-	941.13	3,249.01
Trade and other payables	2,420.38	-	2,420.38	-	-	2,420.38

The company has current financial assets which will be realised in ordinary course of business. The Company ensures that it has sufficient cash on demand to meet expected operational expenses.

Capital Management

The primary objective of the Company's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximise shareholder value. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stake holders. The Company is focused on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Company.

Since there is no debt outstanding as on March 31, 2025 and March 31, 2024, so the disclosures of Capital Gearing Ratio for the same period has not been furnished

37. POST RETIREMENT EMPLOYEE BENEFITS

The disclosures required under Indian Accounting Standard 19 on "Employee Benefits" are given below:

a) Defined Contribution Plans

Contribution to Defined Contribution Plan, recognized for the year are as under :

(₹ in Lakhs)

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Employer's Contribution to Provident Fund & Family Pension Fund	122.35	115.41

b) Defined Benefit Plans

The company has a defined benefit Gratuity plan. Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The Company makes annual contribution of Gratuity to Life Insurance Corporation of India.

The Company also extends benefit of compensated absences to the employee, whereby they are eligible to carry forward there entitlement of earned leave for encashment upon retirement/separation. This is an unfunded plan.

The employee's gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Pension (Non Funded)		Leave Encashment (Non Funded)	
	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
a) Change in the Present value of the defined benefit obligation:						
Liability at the beginning of the year	531.17	498.22	270.04	280.42	144.55	126.98
Interest Cost	35.43	33.98	18.37	18.90	8.02	7.80
Current Service Cost	45.75	45.92	0.55	0.57	19.58	17.70
Actuarial (gain) / loss on obligations	(64.05)	31.17	2.42	6.81	36.56	35.22
Benefits paid	(76.97)	(78.12)	(30.51)	(36.66)	(46.68)	(43.15)
Liability at the end of the year	471.33	531.17	260.87	270.04	162.03	144.55
b) Changes in the Fair Value of Plan Asset						
Fair value of Plan Assets at the beginning of the year	457.17	456.24	-	-	-	-
prior period adjustment	-	-	-	-	-	-
Expected Return on Plan Assets	32.80	32.54	-	-	-	-
Contributions by the Company	75.00	45.00	30.51	36.66	46.68	43.15
Benefits paid	(76.97)	(78.12)	(30.51)	(36.66)	(46.68)	(43.15)
Actuarial gain / (loss) on Plan Assets	1.39	1.51	-	-	-	-
Fair value of Plan Assets at the end of the year	489.39	457.17	-	-	-	-
c) Actual return on Plan Asset						
Expected return on Plan assets	32.80	32.54	-	-	-	-
Actuarial gain / (loss) on Plan Assets	1.39	1.51	-	-	-	-
Actual Return on Plan Assets	34.19	34.05	-	-	-	-
d) Amount Recognized in Balance Sheet						
Liability at the end of the year	471.33	531.17	260.87	270.04	162.03	144.55
Fair value of Plan Assets at the end of the year	489.39	457.17	-	-	-	-
	(18.06)	74.00	260.87	270.04	162.03	144.55
e) Components of Defined Benefit Cost						
Current Service Cost	45.75	45.92	0.55	0.57	19.58	17.70
Interest Cost	35.43	33.98	18.37	18.90	8.02	7.80
Expected Return on Plan Assets	(32.80)	(32.54)	-	-	-	-
prior period adjustment	-	-	-	-	-	-
Net Actuarial (gain) / loss on remeasurement recognised in OCI	(65.44)	29.67	2.42	6.81	36.56	35.22
Total Defined Benefit Cost recognised in Profit and Loss and OCI	(17.06)	77.03	21.34	26.28	64.17	60.72

Particulars	Gratuity (Funded)		Pension (Non Funded)		Leave Encashment (Non Funded)	
	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
f) Balance Sheet Reconciliation						
Opening Net Liability	74.00	41.97	270.04	280.42	144.55	126.98
Expenses as above	(17.06)	77.03	21.34	26.28	64.17	60.72
Employers Contribution	(75.00)	(45.00)	(30.51)	(36.66)	(46.68)	(43.15)
Amount Recognized in Balance Sheet	(18.06)	74.00	260.87	270.03	162.04	144.55
g) Principal Actuarial assumptions as at the Balance Sheet date						
Discount Rate(Per annum)	6.62%	7.19%	6.89%	7.21%	6.62%	7.19%
Salary Growth Rate (Per annum)	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%
Rate of Return on Plan Assets	7.19%	7.40%	NA	NA	NA	NA

Notes:

- Assumptions relating to future salary increases, attrition, interest rate for discount & overall expected rate of return on Assets have been considered based on relevant economic factors such as inflation, market growth & other factors applicable to the period over which the obligation is expected to be settled.
- The Company contributed Rs 75.00 lakhs (Previous Year Rs. 45.00 lakhs) to Gratuity fund in 2024-25.

Recognised in Other Comprehensive Income

(₹ in Lakhs)

Particulars	Gratuity	Pension
Remeasurement - Actuarial loss/(gain)		
For the year ended March 31, 2024	29.67	6.81
Remeasurement - Actuarial loss/(gain)		
For the year ended March 31, 2025	(65.44)	2.42

Percentage allocation of plan assets in respect of fund managed by insurer/trust is as follows:
Sensitivity analysis:

(₹ in Lakhs)

Particulars	Change in Assumption	Effect in Gratuity Obligation	Effect in Pension Obligation	Effect in Leave Obligation
For the year ended 31st March, 2024				
Discount Rate	+1%	(18.12)	(4.31)	(6.31)
	-1%	19.81	4.79	6.94
Salary Growth Rate	+1%	19.01	0.78	6.47
	-1%	(17.64)	(0.75)	(5.97)
For the year ended 31st March, 2025				
Discount Rate	+1%	(18.28)	(3.99)	(7.29)
	-1%	20.08	4.44	8.05
Salary Growth Rate	+1%	18.78	0.59	7.47
	-1%	(17.34)	(0.57)	(6.88)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

Sensitivity due to mortality & withdrawal are not material & hence impact of change not calculated.

Impact the experience adjustments are as follows:

(₹ in Lakhs)

Particulars	Gratuity	Pension	Leave
For the year ended March 31, 2024			
Plan Liabilities - (loss)/gain	29.67	6.81	35.22
Plan Assets - (loss)/gain	-	-	-
For the year ended March 31, 2025			
Plan Liabilities - (loss)/gain	(65.44)	2.42	36.56
Plan Assets - (loss)/gain	-	-	-

Maturity Profile of Defined Benefit Obligation

(₹ in Lakhs)

Expected Cash Flows over the next (valued on undiscounted basis)	Gratuity	Pension	Leave
1 year	93.58	28.85	23.17
2 to 5 years	225.62	103.70	71.80
6 to 10 years	135.78	100.54	49.19
More than 10 years	198.00		93.36

38. CALCULATION OF EARNING PER SHARE IS AS FOLLOWS:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) Net profit for basic and diluted earnings per share as per Statement of Profit and Loss (Rs. in Lakhs)	4,114.45	6,400.32
Net profit for basic and diluted earnings per share	4,114.45	6,400.32
No of equity shares outstanding as on 31st March:		
(b) Weighted average number of equity shares for calculation of basic and diluted earnings per share (Face value Rs. 10/- per share)	1,56,08,350	1,56,08,350
	1,56,08,350	1,56,08,350
(c) Weighted average number of equity shares outstanding	1,56,08,350	1,56,08,350
d) Earnings per share (EPS) of Equity Share of Rs. 10 each:		
a) Basic (Rs.)	26.36	41.01
b) Diluted (Rs.)	26.36	41.01

39. DISCLOSURE AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 37 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

39.1 Contingent Liabilities and Commitments (to the extent not provided for)

A. CONTINGENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Various show cause notices/demands issued/ raised, which in the opinion of the management are not tenable and are pending with various forum / authorities:		
1. Sales Tax including Trade Tax (demand paid under protest is Rs. 445.57 Lakhs)	843.20	843.20
2. Electric Duty	2.70	2.70
3. Employees State Insurances Corporation	11.57	11.57
4. Forest Department Dues	69.10	69.10
5. Entry tax on fuels, etc.(demand paid under protest Rs.25 Lakhs)	71.92	71.92
6. Workers Claims	54.77	52.15
7. Compensation Claimed by Railway Authorities	3,200.00	3,200.00
8. Income Tax	772.09	1,734.93
9. GST (demand paid under protest Rs.46.38 Lakhs)	2,374.23	1,718.48
10. Municipal Corporation (Nagar Nigam)	505.62	468.77
11. Others	560.00	560.00

Note: The Company's pending litigations comprises of claim against the company and proceedings pending with Taxation/ Statutory/ Government Authorities. The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, and disclosed the contingent liabilities, where applicable, in its financial statements.

B. Capital Commitment :

Estimated amount of contracts remaining to be executed on capital account (net of advances of Rs.6.77 Lakhs) Rs.57.41 Lakhs whereas for March 31,2024 (net of advances of Rs.20.26 Lakhs) Rs.86.74 Lakhs.

40. CONTINGENT ASSETS:

A Contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the entity. During the normal course of business, unresolved claims remains outstanding. The inflow of economic benefits,in respect of such claims cannot be measured due to uncertainties that surround the related events and circumstances.

41. RELATED PARTY DISCLOSURE AS IDENTIFIED BY THE MANAGEMENT IN ACCORDANCE WITH THE INDIAN ACCOUNTING STANDARD (IND AS) 24 ON "RELATED PARTY DISCLOSURES" ARE AS FOLLOWS:
A) Names of related parties and description of relationship

1) Key Management Personnel (KMP) and their members, relatives and Other Directors	Mr. G.P. Goenka - Chairman Emeritus, Relative of a director
	Mr. M. Mishra - Managing Director
	Mr. S.V. Goenka - Director
	Mr. Shiromani Sharma - Director (upto 27 th Sept., 2024)
	Mr. C.M. Vasudev - Director (upto 27 th Sept., 2024)
	Dr. (Mrs.) Sheela Bhide (upto 31 st May, 2024)
	Dr. R.C. Lodha (with effect from 24 th May, 2024)
	Mr. Anoop Mishra (with effect from 28 th Sept., 2024)
	Mr. Atul Mani Sharma (with effect from 28 th Sept., 2024)
	Mrs. Pragya Jhunjhunwala - Director
	Mr. Sanjeev Garg - Chief Financial Officer
	Mr. Saurabh Arora - Company Secretary
	Mrs. M. Mishra - wife of Managing Director
2) Promoter Group Companies and Enterprise where Directors and/ or their relative have significant influence or control	Kavita Marketing Private Limited
	Kavita Marketing Private Limited
	Duncans Tea Limited
	Continuous Form (Calcutta) Limited
	I S G Traders Limited
	Silent Valley Investments Limited
	Odyssey Travels Limited
3) Enterprise who has significant influence on the company	I S G Traders Limited

B) Transactions With Related Parties

(₹ in Lakhs)

Particulars	For the Year March 31, 2025	For the Year March 31, 2024
Key Management Personnel (KMP)		
Short Term Employee Benefits*	544.63	520.71
Benefits to Non-Executive Directors inclusive of sitting fees	19.20	15.60

* Post-employment benefits and other long-term benefits have been disclosed based on actual payment made on retirement/ resignation of services, but does not include provision made on actuarial basis as the same is available for all the employees together.

(₹ in Lakhs)

Particulars	For the Year March 31, 2025	For the Year March 31, 2024
Remuneration		
Mr. M. Mishra	476.89	459.88
Mr. S. Sharma	2.80	4.00
Smt. Pragya Jhunjunwala	2.40	1.60
Mr. S.V. Goenka	4.40	4.00
Mr. C.M. Vasudev	2.80	3.60
Dr. (Mrs.) Sheela Bhide	0.40	2.40
Dr. R. C. Lodha	2.80	-
Mr. Anoop Mishra	2.40	-
Mr. Atul Mani Sharma	1.20	-
Mr. Sanjeev Garg	44.64	38.83
Mr. Saurabh Arora	23.10	22.00
Total	563.83	536.31

(₹ in Lakhs)

Particulars	For the Year March 31, 2025	For the Year March 31, 2024
Consultancy Fee		
Mr. G.P. Goenka	342.00	306.60
Interest		
I S G Traders Limited	0.35	0.35
Brand Usage Fees (Refer Note No. 32.4)		
I S G Traders Limited	323.75	327.99
Rent		
Mrs. M. Mishra	25.35	25.35
Kavita Marketing Private Limited	5.01	3.30
Duncans Tea Limited	-	2.83
Total	30.36	31.48
Dividend		
I S G Traders Limited	197.22	246.53
Mr. S.V. Goenka	1.82	2.28
Total	199.04	248.81
Travelling Expenses		
Odyssey Travels Limited	1.07	2.49
Total	1.07	2.49

C) Closing Balance of Related Parties

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Remuneration		
Mr. G.P. Goenka	169.00	169.00
Mr. M. Mishra	7.60	15.42
Mr. Sanjeev Garg	1.62	1.44
Mr. Saurabh Arora	0.99	0.48
Total	179.21	186.34

Particulars	As at March 31, 2025	As at March 31, 2024
Consultancy Fee		
Mr. G.P. Goenka	-	30.78
Rent Payable		
Kavita Marketing Pvt. Ltd.	3.19	-
Mrs. M. Mishra	2.08	2.08
Total	5.27	2.08
Security Deposit given		
Mrs. M. Mishra	14.00	14.00
Kavita Marketing Private Limited	35.00	35.00
Total	49.00	49.00
Interest Payable		
I S G Traders Limited	-	6.77
Advance Received		
I S G Traders Limited	2.69	2.37
Brand Usage Fees		
I S G Traders Limited	82.73	74.19
Security Deposit received		
I S G Traders Limited	5.00	5.00
Investment in shares		
I S G Traders Limited (Refer Note No. 41.C.1)	1,536.29	1,710.87

41.C.1 Investment in I S G Traders Limited has been shown at carrying fair value. Cost of investment in I S G Traders Limited is Rs. 3,579.89 Lakhs (as at March 31, 2024 Rs.3,579.89 Lakhs). (Refer Note No.2.2).

41.C.2 Reference is invited to Note No.50 regarding disqualification of the director and the amount of remuneration paid in earlier years and lying unpaid as on this date.

41.1 Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and settlement occurs in cash. The Company has not provided any guarantee to related parties towards their borrowing facilities. For the year ended March 31, 2025, the Company has not recorded any impairment allowances in respect of receivables relating to amounts owed by related parties (March 31, 2024 Rs. NIL). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

41.2 The above related party information is as identified by the management and relied upon by the auditor.

42. SEGMENT REPORTING

a) The Company operates mainly in one business segment viz Paper , Paper Board and related products being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given as under :

(₹ in Lakhs)

Particulars	2024-25			2023-24		
	Within India	Outside India	Total	Within India	Outside India	Total
Sales	42,932.24	233.97	43,166.21	43,504.83	227.55	43,732.38
Non-Current Assets other than financial instruments	43,691.27	-	43,691.27	43,881.54	-	43,881.54

b) Sales to three Customers of the Company aggregates to Rs. 18,187.58 Lakhs (Previous Year Rs.16,798.90 Lakhs) which in each case is more than 10% of the Company's total turnover.

43. REVENUE FROM CONTRACTS WITH CUSTOMERS :

(a) Disaggregated revenue information (Refer Note No. 42)

(b) Contract Balances

(₹ in Lakhs)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Trade Receivables	584.49	390.46
Contract Liabilities	569.77	259.30

Trade Receivables are generally non-interest bearing on agreed payment terms and interest is charged beyond agreed terms. Contract liabilities include advances received against delivery of Paper. The Performance obligation in relation to revenue recognition arising from contract with customer is satisfied upon despatch of goods to customer.

(c) Reconciling the amount of revenue recognised in the statement of Profit & Loss with the contracted price:

(₹ in Lakhs)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Revenue as per the Contracted Price	46,020.71	46,503.95
Claim ,Discount, Rebates etc.	(2,854.49)	(2,771.57)
Revenue from Contract with Customers	43,166.21	43,732.38

44. PARTICULARS OF LOANS GIVEN, AS PER SECTION 186(4) OF THE COMPANIES ACT,2013.

(₹ in Lakhs)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024	Purpose
Loan given to Emperor Commercial and Tradco Private Limited (Refer Note No.44.1)	45	45	For general corporate purpose

44.1 In absence of certainty with regard to the recovery thereof, amount of Rs.45 Lakhs has been considered doubtful and provided in the books of accounts in earlier year and no interest on the same has been recognised.

45. FAIR VALUE MEASUREMENTS FOR BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS

The following table gives the information about how the fair value of the biological assets were determined:

(₹ in Lakhs)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024	Fair value hierarchy	Valuation techniques and key inputs
Unharvested clonal plants	27.10	57.90	Level 2	Fair value is being arrived at based on the observable market prices of clonal plants. The same is applied on the quantity of the clonal plants unharvested using average plucking in various fields.

46. The financial risk associated to agriculture would include climate change, price fluctuation and input cost increases. Being dependent on rainfall, any shortfall would directly impact the production. The sale of clonal plant is largely through the farmer system, any price fluctuation would impact profitability. Increased wages also has a direct impact on the cost of production because of labour intensive nature of the business operations.

Management is continuously monitoring all the above factors. Investment in irrigation, a planned replanting programme to ensure higher yields and improving efficiency of labour and modernisation are some of the measures taken by the management to mitigate the risks.

47. Trade Receivables, Trade payables and advances recoverable are subject to confirmation /reconciliation and consequential adjustments,if any arising thereof. In the opinion of the management current assets, loans and advances will have on realisation in the ordinary course of business atleast equal to the amount at which they are stated in the Balance Sheet.

48. DISCLOSURE REGARDING BORROWED FUNDS

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding

Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

49. RATIO ANALYSIS AND ITS ELEMENTS

Sl. No.	Ratio	Numerator	Denominator	31 st March 2025	31 st March 2024	% Change	Reason for variance (where change is more than 25 %)
(1)	Current ratio	Current Assets	Current Liabilities	6.91	6.20	11.46%	
(2)	Debt- Equity Ratio	"Long Term Borrowing (+) Current Maturities on long term debt (+) Total lease liabilities"	"Total Equity Computed as : Share Capital(+) Other Equity"	0.01	0.01	-11.34%	
(3)	Debt Service Coverage ratio	"Profit for the year [i.e. Profit after tax] (+) Depreciation and Amortisation expense(+) Finance cost on leases"	"Finance cost(+) Current Lease Liabilities+ Current Maturities of Long Term Debt"	47.27	73.50	-35.68%	Profit after tax has decreased as compared to previous year.
(4)	Return on Equity ratio	Profit for the year [i.e. Profit After Tax]	Average Total Equity	0.06	0.10	-39.90%	Profit after tax has decreased as compared to previous year.
(5)	Inventory Turnover ratio	Revenue from operations	Average total Inventory	3.48	4.22	-17.42%	
(6)	Trade Receivable Turnover Ratio	Revenue from operations	Closing Trade Receivable	74.65	113.83	-34.42%	Revenue from operations has decreased and closing trade Receivables has increased as compared to previous year.
(7)	Trade Payable Turnover Ratio	Total Purchases	Closing Trade Payables	10.47	9.95	5.31%	
(8)	Net Capital Turnover Ratio	Revenue from operations	"Average Working capital computed as Average Current Assets (-) Average Current Liabilities"	1.47	1.75	-15.67%	
(9)	Net Profit ratio	Profit for the year [i.e. Profit After Tax]	Revenue from operations	0.09	0.14	-34.52%	Net Profit has decreased as compared to previous year.
(10)	Return on Capital Employed	"Profit Before tax(+) Exceptional Items (+) Interest on long term borrowings (+) Interest on Lease Liability"	"Average Capital Employed Capital Employed Computed as Total Equity(-) Intangible assets (+) Long Term Borrowings (+) Current maturities of long term debt(+) Total lease liabilities(+) Deferred tax liabilities"	0.07	0.11	-37.99%	Profit before tax has decreased as compared to previous year.
(11)	Return on Investment						
	(a)Equity Instrument	Loss on fair valuation of equity instrument	Average Investment in Equity Instrument	(0.11)	(0.06)	81.00%	Fair valuation of investment has decreased as compared to previous year.
	(b) Mutual Fund	Gain on sale and fair value of mutual fund	Average Investment in Mutual Fund	0.07	0.12	-42.64%	Fair valuation of investment in mutual fund has decreased as compared to previous year.

50. An erstwhile Director who had been disqualified under section 164(2) with respect to an another company in which he was director, has filed a writ petition before the Honorable High Court Calcutta challenging the said disqualification and the matter is pending before the said court as on this date. Pending descision of the court, remuneration of Rs.169 lakhs as agreed upon even though provided for in earlier years has not been paid. Remuneration of Rs.555.13 lakhs paid prior to filing of the writ petition, however, remain charged out in the accounts and recoverability thereof is subject to the descision of the court. Consequential, adjustments depending on the decision of the court will be given effect to in the year of determination.

51. EXCEPTIONAL ITEMS

In respect of previous year, exceptional items represent losses arising due to incidence of fire on 18th December, 2023 in the Company's plant at Saharanpur. Losses incurred on account of destructions, damage of inventory(wood) amounting to Rs.175.16 Lakhs and other expenses for repairs etc amounting to Rs. 4.65 Lakhs, have been aggregated and shown under Exceptional Items in the Financial Statements of the company.

51.1 Detail of exceptional items are as under:

(₹ in Lakhs)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Loss of Inventories:		
Stock in process	-	-
Finished Goods	-	-
Raw materials (wood)	-	175.16
Less: Recovery on sale of waste/scraps etc.	-	-
Loss of Inventories (Net of Recovery)	-	175.16
Expenses on repairs, clearing up of site etc	-	4.65
Less: Recovery on sale of scrap of Property, Plant and Equipment	-	-
Expenses (Net of Recovery)	-	4.65
Loss due to fire shown under exceptional items	-	179.81

52. OTHER DISCLOSURE REQUIRED UNDER SCHEDULE III OF THE COMPANIES ACT, 2013 :

(a) Struck off companies balances

Based on the information to the extent available with the company, the following table depicts the details transactions undertaken with a company struck-off under section 248 of the Companies Act, 2013:

Share Held By the Struck off Companies

Name Of Companies	Nature of Transaction	Balance outstanding as at 31 st March, 2025		Balance outstanding as at 31 st March, 2024		Relationship with struck off companies
		No. of shares	Amount of Share Capital	No. of shares	Amount of Share Capital	
Ezra Trading and Finance Company Limited	Shares held by struck off companies	200	2000	200	2000	-
Rajdarshan Consultants and Executors Private Limited		100	1000	100	1000	
Aakriti Finvest Private Limited		100	1000	100	1000	

- (b) The company has not been declared as a wilful defaulter by any Banks or Financial Institutions or any other Lender.
- (c) The Company does not have any Benami Property, where any proceeding has been initiated or pending against the Company for holding any Benami Property.
- (d) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (e) The company has not traded or invested in Crypto currency or Virtual currency during the financial year.



- (f) The company has no any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessment under Income Tax Act,1961.
53. Previous year's figures have been regrouped/reclassified to conform with current year presentation wherever considered necessary.
54. These financial statements have been approved by the Board of Directors of the company on 29th May, 2025.

As per our report of even date

For Lodha & Co., LLP

Chartered Accountants

(Vikram Matta)

Partner

Place : New Delhi

Date : 29th May, 2025

Saurabh Arora

Company Secretary

Sanjeev K. Garg

Chief Financial Officer

Madhukar Mishra

Managing Director

Shrivardhan Goenka

Dr. R.C. Lodha

Directors

Statement of Cash Flow

for the year ended March 31, 2025

(₹ in Lakhs)

	Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
A.	Cash Flow from Operating Activities		
	Net Profit before Tax	5,344.31	8,090.47
	Adjustments for:		
	Depreciation and Amortization expenses	638.95	544.10
	Loss on discard of Property Plant and Equipment	-	1.48
	Profit on sale of current investment	(245.65)	(7.60)
	Foreign Exchange Fluctuations	0.09	(0.49)
	Fair Value Adjustment	(991.35)	(1,275.35)
	Interest Income	(120.07)	(664.62)
	Liabilities no longer required written back	(287.73)	(297.44)
	Finance Costs	96.41	83.76
	Operating Profit before Working Capital changes	4,434.96	6,474.31
	Adjustments for:		
	Change in Financial Assets and Non Financial Assets	121.51	123.19
	Change in Inventories and Biological Assets	(1,990.00)	(1,959.08)
	Change in Trade Receivables	(194.03)	(135.54)
	Change in Financial and Other Liabilities and Trade Payables	248.22	312.43
	Cash generated from Operations	2,620.66	4,815.30
	Income Tax Paid	(1,136.80)	(2,231.53)
	Net Cash Flow from Operating Activities (A)	1,483.86	2,583.77
B.	Cash Flow From Investing Activities		
	Purchase of Property Plant and Equipment including Capital Work-in-Progress and Capital Advances	(378.19)	(1,119.31)
	Sale of Mutual Funds	12,894.96	507.60
	Purchase of Mutual Funds	(12,759.51)	(14,070.13)
	Maturity (Net) with banks for more than 3 months	620.12	12,643.39
	Interest Received	70.90	1,090.00
	Net Cash Flow from/(used in) Investing Activities (B)	448.28	(948.45)
C.	Cash Flow from Financing Activities		
	Repayment of lease liabilities	(67.50)	(64.72)
	Dividend Paid	(623.81)	(774.69)
	Interest Paid	(62.64)	(56.40)
	Net Cash Flow from/(used in) Financing Activities (C)	(753.95)	(895.81)
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	1,178.19	739.51
	Cash and Cash Equivalents at the Beginning of the year (Refer Note No.9a)	1,086.43	346.92
	Cash and Cash Equivalents at the End of the year (Refer Note No.9a)	2,264.62	1,086.43

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in IND AS - 7.

2. **Cash and Cash Equivalent includes:** (₹ in Lakhs)

Particulars	Year Ended 31 st March 2025	Year Ended 31 st March 2024
Balances with Banks:		
in Current Accounts	262.11	184.99
In Fixed Deposits with Banks (having original maturity of less than 3 months)	2,000.00	900.00
Cash in Hand	2.51	1.44
	2,264.62	1,086.43

3. **Reconciliation of liabilities arising from financing activities :** (₹ in Lakhs)

Particulars	As at March 31, 2024	Proceeds raised	Non cash adjustment	Repayment	As at Mar 31, 2025
Lease Liability	500.51	-	33.77	67.50	466.78
Total	500.51	-	33.77	67.50	466.78

Material Accounting Policies and Notes to Accounts (Note No. 1 – 54)

As per our report of even date

For Lodha & Co., LLP

Chartered Accountants

(Vikram Matta)

Partner

Place : New Delhi

Date : 29th May, 2025

Saurabh Arora

Company Secretary

Sanjeev K. Garg

Chief Financial Officer

Madhukar Mishra

Managing Director

Shrivardhan Goenka

Dr. R.C. Lodha

Directors



STAR PAPER MILLS LIMITED

Registered Office: Duncan House, 2nd Floor,
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