

**Regd. Office:**

Hazi Rattan Link Road, Post Box No. 71, Bathinda-151001  
Ph.: 0164-2240163, 2240443, 2211628, Fax: 0164-5003638  
Website: [www.bcl.ind.in](http://www.bcl.ind.in)  
Email: [bcl@mittalgroup.co.in](mailto:bcl@mittalgroup.co.in)  
CIN: L24231PB1976PLC003624

<b>The BSE Limited</b> Corporate Relationship Dept. 1 <sup>st</sup> Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai-400001	<b>The National Stock Exchange of India Limited</b> Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (East) Mumbai -400 051
BSE Code: 524332	NSE SCRIP CODE: BCLIND

**Dated: 31/08/2023**

Dear Sir/Madam,

**Sub: Notice of 47<sup>th</sup> Annual General Meeting along with Annual Report of BCL Industries Limited (“the Company”) for the Financial Year 2022-23**

This is to inform you that the 47<sup>th</sup> Annual General Meeting (“AGM”) of the Company will be held on **Tuesday, 26<sup>th</sup> Day of September at 3:00 P.M. (IST)** through Video Conferencing/ Other Audio-Visual Means in accordance with the applicable circulars issued by the Ministry of Corporate affairs and Securities and Exchange Board of India.

Pursuant to regulation 34(1) and 53 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 (“SEBI Listing Regulations”), we are submitting herewith the Annual Report of the company for the Financial Year 2022-23 which is being sent today through electronic mode to the Shareholders. Annual Report is also available on the website of the Company [www.bcl.ind.in](http://www.bcl.ind.in).

We would further like to inform that the Company has fixed Monday,18<sup>th</sup> September,2023 as the cut-off date for ascertaining the name of the members holding shares either in physical form or in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

You are requested to take the same on your records.

**Thanking you.**  
**For BCL Industries Limited**

**Ajeet Kumar Thakur**  
**(Company secretary & Compliance officer)**

Accelerating

# India's Ascent



Fuelling  
Growth and  
Opportunity

Celebrating a remarkable journey of three decades, BCL Industries Limited commemorates the completion of 30 years since its listing on the Bombay Stock Exchange on August 19, 1993.

This significant milestone stands as a testament to the company's unwavering commitment, resilience and growth over the years. From its humble beginning to becoming a prominent player in the industry, BCL Industries Limited's listing journey reflects its dedication to delivering value to stakeholders and fostering sustainable development. As the company rejoices in this momentous achievement, it looks forward to continued progress, innovation and excellence in the years to come.



## Forward-looking statements

Some information in this report may contain forward-looking statements, which include statements regarding the Company's expected financial position and results of operations, business plans and prospects, etc. They are generally identified by forward-looking words, such as "believe", "plan", "anticipate", "continue", "estimate", "expect", "may", "will", or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.



For more information, please scan the QR code



or visit our website:  
<https://www.bcl.ind.in/>

# What's inside

Pg. 02-34

## Corporate Overview

About BCL industries	02
Milestones	08
Message from Chairman	10
Message from Managing Director	12
Message from Joint Managing Director	14
Financial performance	16
Business segments	18
Human resource	24
CSR	26
Awards and accolades	29
Board of directors	30
Key managerial personnel	32
Corporate information	34

Pg. 35-126

## Statutory Reports

Directors' Report	35
Management Discussion and Analysis Report	46
Corporate Governance Report	72
Business Responsibility & Sustainability Report	103

Pg. 127-251

## Financial Statements

Auditors' Report on Standalone Financial Statements	127
Standalone Financial Statements	138
Auditors' Report on Consolidated Financial Statements	191
Consolidated Financial Statements	198

# Numbers we achieved

₹ **18,266** million

Revenue

₹ **11,000** million

Market capitalisation

₹ **1,303** million

EBITDA

₹ **49,03,011**

Net worth

₹ **644**

PAT

# About BCL industries

BCL Industries Ltd is one of the largest agro processing companies in North India with business interests in Grain Based Ethanol and ENA, Edible Oils, Rice Milling and Real Estate. The company is listed on both NSE and BSE and is amongst the top 1000 listed companies in India in terms of market cap as on 31<sup>st</sup> March 2023.

Born to a humble background, BCL Industries Ltd was started by late Shri Dwarka Dass Mittal. He started with a small solvent extraction plant which extracted rice bran oil and the company was then pioneer in manufacturing human grade rice bran refined oil. Mr. Rajinder Mittal, Managing Director of the Company joined the business at the age of 21 years and ever since has been at the helm of the company which has grown manifold since his joining of business. The management has vast experience of agriculture and are avid farmers themselves which helps them in understanding the farming patterns in the region along with farmer issues which has helped them in growing.

Mr. Kushal Mittal, 3<sup>rd</sup> generation of the Promoter Family has been very active in taking the Company to newer heights ever since he has joined the Company. He is presently serving as the Jt. Managing Director of the Company. From his Strategic Leadership quality the company is getting benefitted in Financial and Risk Management side of the business including Governance, Health, Safety, environment and sustainability. He being the 3<sup>rd</sup> generation of the Promoter family has inherited Industry and sector experience. The Company is getting benefitted from his expertise in managing finances, fund management, project financing, cost management and administration.

## Our Purpose

We exist so that the agriculture produce of our nation is used and converted to a final product that can be sold in the market. We all know that India is an agriculture dominant economy with most of the country's population being employed in this sector. We have always bought agriculture produce like oil seeds, paddy and grains and have effectively converted it into products that have a wide uses in the market. This helps uplift the agrarian economy and helps increase farmers income. We will continue on our endeavor to provide more and more solutions for agricultural problems and help make in india for India.

As the government is focused towards decreasing India's import dependence, BCL is very strategically placed in helping the government achieve its targets. The biggest import bill for India is crude oil and BCL is one of the largest manufactures of grain based ethanol in the nation. The government wants to promote biofuel in the nation because it is more environmentally friendly, decreases import dependence and increases farmer's income as there is an increased demand for their produce. The government also wants to introduce flex fuel engines in India which can run entirely on ethanol.

The third biggest import bill for the country is edible oils and the government is now

focusing on promoting Indian indigenous oils against imported. BCL is of use here too as we specialize in local vegetable oils. Our edible oil unit has full vertical integration which means that we specialize in local oil seeds from farmers, processing it and selling the final pack to the consumers. BCL will help india become atmanirbhar.

## Our motivation and inspirations

Our business impacts the local economy. We buy agriculture produce, add value to it and then sell. This impacts many lives that depend on their agriculture produce for their livelihood. Besides this, BCL has been able to grow manifold in an economically backward region of Malwa. This has also generated a lot of employment in the region.

## USPs of our business

Our USP is our vast buyer and seller network along with a strong presence in multiple agriculture based industry. Currently BCL is one of the largest producers of grain based ENA and Ethanol in the country. The country is seeing a great and increasing demand for ethanol but very few companies in the country possess the license to manufacture ENA and ethanol which we possess. Now with presence in Punjab and Bengal, BCL can cater to the demand for ENA and Ethanol in West and East India.

### Culture within the organisation

We have a culture that is true to the roots. We believe in a simple yet meaningful life. We try to promote a culture of overall wellbeing at our company which entails that each and every employee of the company should give his/her all in helping the company grow but not at the cost of their family and personal lives. We encourage small celebrations like birthday at the company and promote ways to help boost the employee's physical health too. We are an inclusive office with women have a significant representation in our administrative workforce.

### Non-negotiable values.

1. Quality- We maintain parameters of quality testing so that the quality of our products is not compromised
2. Trust- We have had very long relationships with our suppliers and buyers and have developed a relationship of trust with them. Even if that includes helping them financially during difficult times. We do not like to cheat our channel partners and expect the same from them.
3. Respect- A culture of respect inside and outside of the organisation



# About BCL industries



## Our vision

The **vision** is to grow

The **commitment** is to perform

The **excellence** is to deliver consistently



## Our mission

Our aim is to create a hallmark in the Edible Oil, Real Estate and Distillery plant sectors with Improvisation, Novelty and Uniformity as the trademark of our business.



## Our values

- Innovation
- Consumer focus
- Dependability
- Passion
- Environmentalism
- Vision
- Excellence





## Our strengths

Four plus decades of rich experience, vertically integrated state-of-the-art plants and landmark housing projects.

The only company in India and the South Asian region that has a forward and backward integrated Distillery-Ethanol industry plant.

End-to-end manufacturing facility from crushing, refining to solvent extraction and packaging.

Technologically advanced machines bringing growth and ingenuity to the market.

Expansion plans have enabled company to increase production and cater to future growth.

Equity Value / Balance Sheet size is less than 50%. Ranked 965 in regards to Market-Cap by NSE.

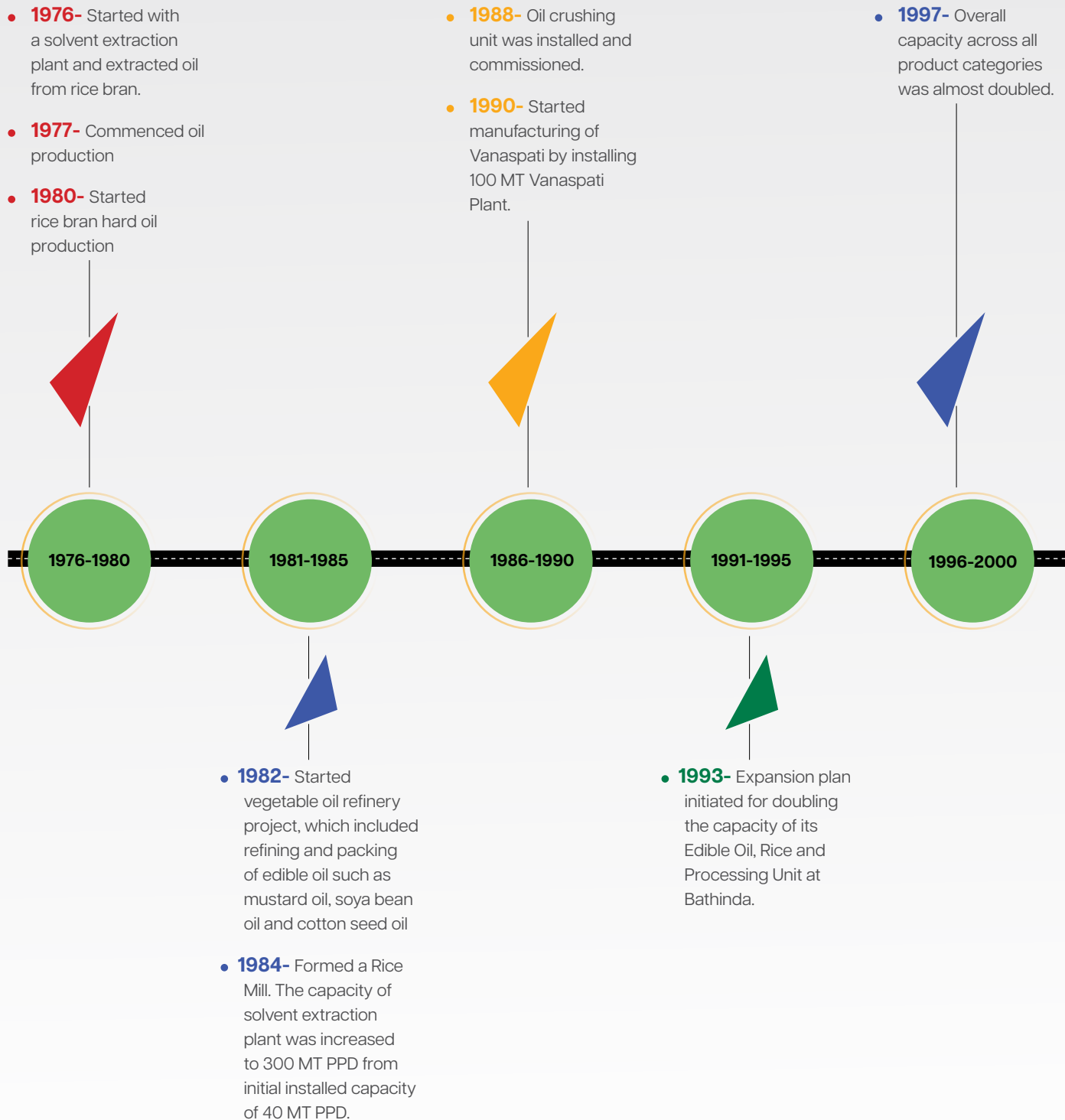


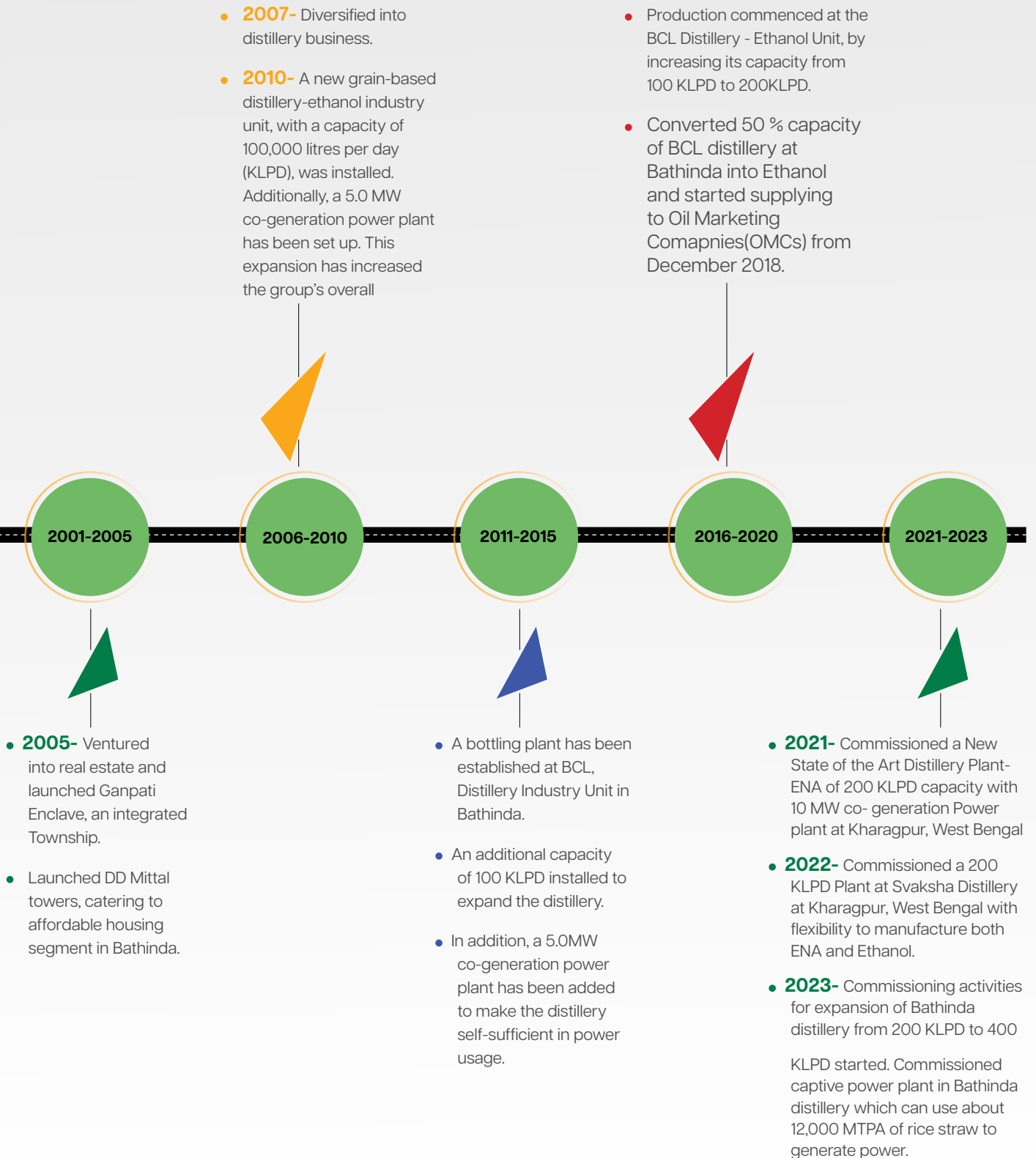






# Milestones





# Message from Chairman



Dear shareholders,

In this financial year, your company will focus on improving key performance parameters to strengthen its value accretive business

Four decades of rich industrial experience of managing state-of-the-art vertically integrated manufacturing plants and high value housing projects, we will strive to broaden our growth horizon.

While our margins were strained to some extent during FY 2022-23, our resilience guided us to overcome difficulties with ease. Volatility in the global macroeconomic landscape continued to have a far-fetched impact on countries in different parts of the world. It resulted in escalating raw material costs along with a concurrent rise in fuel prices. However, amidst the turbulence, the Indian economy demonstrated great strength and emerged as one of the fastest growing economies in the world.

During the fiscal, higher inflation impacted our performance. To combat price rise and high fuel cost, we have recently commissioned our paddy straw-based 10-megawatt power plant in Bathinda which will reduce fuel expenses at our Distillery division.

In FY 2022-23, along with our subsidiary Svaksha Distillery, we had participated in a tender floated by Oil Marketing Companies (OMCs) to invite molasses and grain-based distilleries to supply Ethanol for the period commencing 1<sup>st</sup> December 2022 to 31<sup>st</sup> October 2023. We are pleased to inform that we have been granted a supply order to Bathinda Distillery to the tune of Rs. 285 crores for supplying 4.9 crore litres of Ethanol from Bathinda unit after the conclusion of the initial round of offerings. Additionally, our Distillery unit has bagged a supply order to Bhatinda Distillery of 1.65 crore litres of Ethanol to Reliance Industries, with revenue generation of Rs. 107 crores.



We are pleased to inform that we have been granted a supply order to Bathinda Distillery to the tune of Rs. 285 crores for supplying 4.9 crore litres of Ethanol from Bathinda unit after the conclusion of the initial round of offerings.



Svaksha Distillery has been allocated 3.65 crores litres of Ethanol, from its manufacturing unit at Kharagpur (West Bengal) with an order value of around Rs. 213 crores, for supply to various OMCs. Additionally, the unit has also bagged an order for supplying 89 lakh litres of Ethanol to Reliance Industries, estimated to be valued at Rs. 56 crore.

At BCL Industries, we remain focused on operational excellence. Leveraging our diversified presence across various segments such as edible oil, ethanol and ENA distillery and real estate, we are improving prospects and keep vigil over new opportunities. Besides, our state-of-the-art manufacturing plants are designed to deliver quality products within fixed timelines. We also lay great emphasis on our innovative capabilities. This helps us to align our offerings with evolving market demands but also provides us the leverage to expand our geographical footprint and efficiently meet future customer demands.

Along with an emphasis on business growth, we also realise our social responsibility towards people and communities. It allows us to undertake dedicated Corporate Social Responsibility (CSR) initiatives encompassing projects covering the domains of education,



Along with an emphasis on business growth, we also realise our social responsibility towards people and communities.



healthcare, women empowerment, protection and preservation of Indian art and heritage. We also engage in community development projects for rural areas and support disaster relief work in different places.

During the year under review, the Company handed over 51 houses it has constructed at the Odia Colony, Bathinda to families living below poverty line. We also donated advanced dialysis machines to Bathinda's Civil Hospital. Besides, to improve medical facilities at AIIMS Bathinda, we collaborated with a charitable trust to create temporary accommodation for patients as well as their attendants.

Looking ahead, we are committed to make steady contributions to the country's goal of boosting ethanol-blended petrol. Taking into consideration the growing demand for ethanol and the government's continuous focus on increasing its indigenous production, we aim to realise our maximum potential and explore opportunities in this domain.

In conclusion, I would like to appreciate the relentless efforts of our people and the constant support of our shareholders, suppliers, clients and other stakeholders.

We look forward to strengthening a meaningful relationship with you.

Best Regards,

**R.C. Nayyar**  
Chairman

# Message from Managing Director



Dear shareholders,

FY 2022-23 presented challenges as well as opportunities. For years, our ingenuity, a keen focus on excellence and the ability to constantly harness our potential has enabled us to create value for diverse stakeholders.

Along the way we have also aligned our efforts with the nation's growth through a greater emphasis on ethanol production. We have not only enhanced ethanol production capacity but, also invested in state-of-the-art machinery and advanced technology to bolster our manufacturing processes and fuel our growth. While the edible oil business was impacted during the last fiscal year, the distillery division demonstrated remarkable performance. Due to sudden fluctuations in edible oil prices, our revenue from this segment was impacted. Besides, the reluctance of retailers and distributors to retain excess inventory impacted our sales figures. Despite the decline in revenue, notably in the fourth quarter of the fiscal year, we were able to achieve a 4.5% EBITDA margin from this division due to solid inventory management in the final quarter. When compared to the previous year, global edible oil prices fell by 30% to 40%, while our revenue from edible oil fell only 26.5%. It is a testament to our ability to thrive amid difficulties without compromising on our operational excellence.

Due to the strong demand for ENA and prudent inventory management techniques implemented by us, we significantly boosted the EBITDA margin from the distillery business in FY 2022-23. During the year under review, our distillery unit at Bathinda continued to operate at 100% capacity. It was bolstered by positive market demand for both ENA and Ethanol, demonstrating our capability to fulfil market demands.

In the real estate division, we emphasised on strategically reducing the company's financial burden. We remained committed to approve prudent financial decisions



Due to the strong demand for ENA and prudent inventory management techniques implemented by us, we significantly boosted the EBITDA margin from the distillery business in FY2022-23.



backed by the income generated from our real estate ventures. It enabled us to systematically reduce our debt.

Moving ahead, we remain hopeful about emerging opportunities in the industry, especially with the growing preference for ethanol in the country. As per estimates by Niti Ayog, grain-based ethanol production is projected to grow from 80 crore litres to an impressive 400 crore litres by 2025.

At BCL Industries, we are also committed to fulfil our obligation towards the environment. With the introduction of eco-friendly production and distribution systems within our manufacturing processes, we have become the only Company in India and South Asia to have a forward and backward integrated Distillery-Ethanol industry plant. Moreover, the state-of-the-art distillery plants are zero discharge facilities. It is also an excellent example of efficient energy, water and effluent management processes.

Before I finish, I would like to appreciate the hard work and dedication of our colleagues. Their resilience has allowed us to overcome hurdles and aim for growth amid uncertainties. I am also deeply grateful to our shareholders who continue to believe in the growth potential of our Company.

Best Regards,

**Rajinder Mittal**  
Managing Director



## Message from Joint Managing Director



Dear shareholders,

At BCL Industries Limited, our journey has been one of the transformation and expansion since 2020 and we are one of the top 3 Companies in terms of production of grain based Ethanol and ENA in India, enabling us to be at the forefront of the agro processing sector.



With our deep-rooted belief in the power of grain-based solutions, we embrace this challenge with optimism, knowing that our efforts will contribute significantly to a cleaner, greener future.



Our unwavering commitment to excellence and innovation has positioned us as a key player in the industry, and we are poised to drive the nation's growth and sustainability.

We stand at the cusp of immense growth potential as the central government has set ambitious goal of achieving 20% blending targets for grain-based ethanol by 2025. With our deep-rooted belief in the power of grain-based solutions, we embrace this

challenge with optimism, knowing that our efforts will contribute significantly to a cleaner, greener future.

Our foot step in the Edible Oil sector stands as a testament to our adaptability and foresightedness fuelled by the increase in cultivation of local edible oil seeds, we have charted an approach of substantial growth. However, it is not just growth that drives us; it's the pursuit of sustainable practices that reflect through our manufacturing units. Each unit stands as a beacon of efficiency, a testament to our commitment to operational excellence.



We are dedicated in our ambition to become the nation's largest grain-based distiller, driven not only by our bottom line but by our dedication to quality, sustainability and innovation.



The heart of our efficiency lies in the Bathinda paddy straw based power plant - a testament to our dedication to sustainability. This innovative endeavour not only ensures our ability to produce ethanol at a competitive cost but also emphasises our responsibility to the environment.

As we continue to be a prominent player in the country liquor market in Punjab, we remain uncompromising in our mission to redefine the sector. The launch of "**Bathinda green apple vodka**" and "**Agni Rum**" in the past two years is just the beginning. We are driven by a desire to resonate with consumers, offering them premium products that exemplify our craftsmanship and attention to detail.

Our vision goes beyond short-term gains; it's about charting an organic growth direction that leaves an unfading mark on the industry. We are dedicated in our ambition to become the nation's largest grain-based distiller, driven not only by our bottom line but by our dedication to quality, sustainability and innovation.

In the grand multi layered and complexity of our journey, from expansion to sustainability, from local growth to national impact, one thread remains constant - "**Our Commitment to Excellence**"

As the Joint Managing Director of the Company, I am proud to steer this ship of progress, charting a course that resonates with the spirit of our times and leaves a legacy of transformation for generations to come.

Best Regards,

**Kushal Mittal**

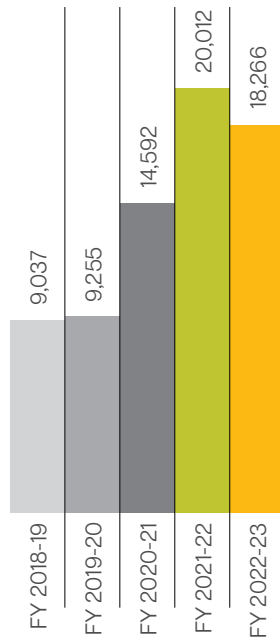
Jt. Managing Director

# Financial performance

## (Consolidated)

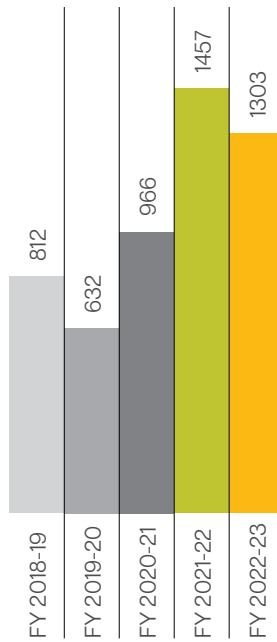
### Revenue from operations

(₹ in Mn)



### EBITDA

(₹ in Mn)



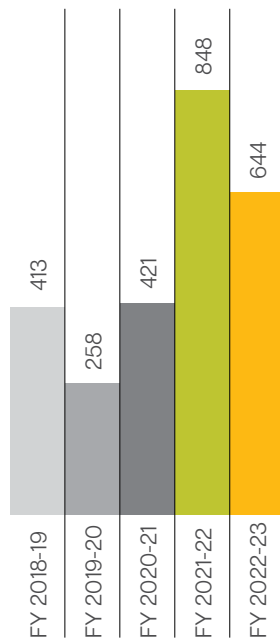
### EBITDA margin

(in %)



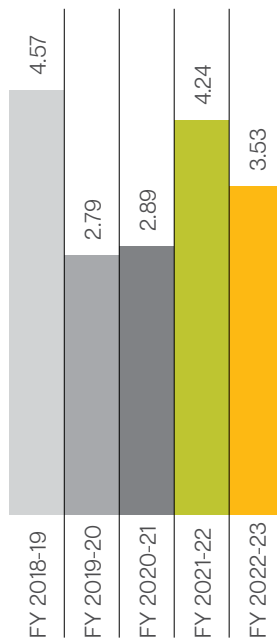
### PAT

(₹ in Mn)



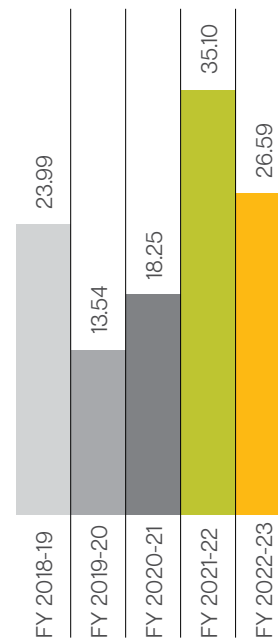
### PAT

(in %)



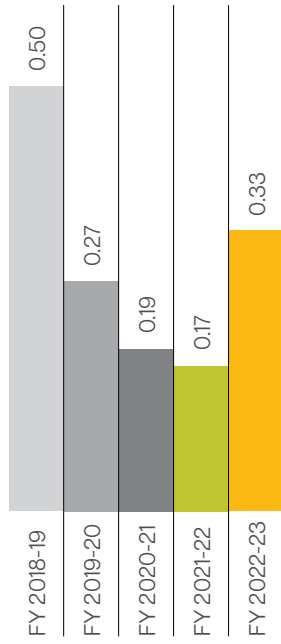
### EPS

(₹)

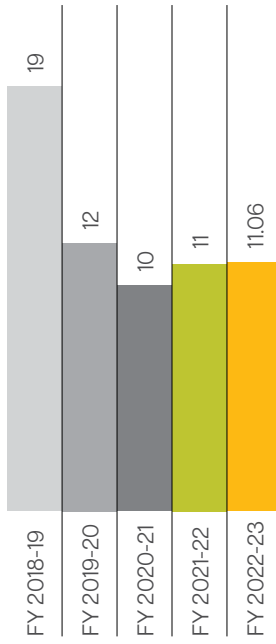


**Debt-equity ratio**

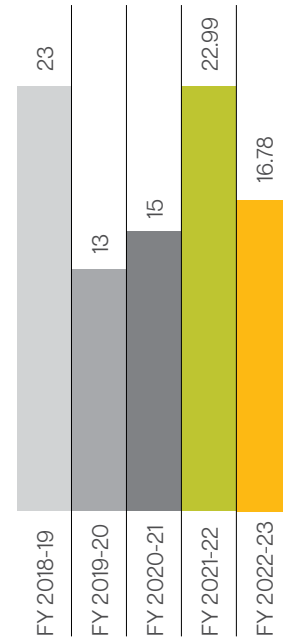
(in times)

**ROCE**

(in %)

**ROE**

(in %)



# Business segments

We have established a robust market presence with our diversified product portfolio. Along with the manufacturing of refined oil and vanaspati, we are engaged in the production of ethanol and extra neutral alcohol through the distillery division. Alongside, we have strengthened our position in the real estate market with the development of premium projects. It continues to diversify our revenue streams and cements our foothold as a market leader in the edible oil and distillery business.

## Segmental revenue mix in FY 2023 (%)



Real estate

**0.79%**



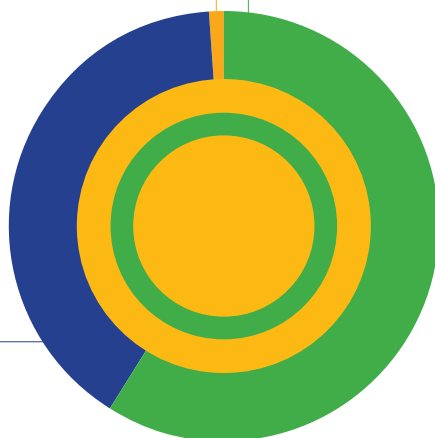
Edible oil and Vanaspati

**66.23%**



Distillery

**32.98%**



## Edible oil and Vanaspati

With years of experience and a robust presence in the Northern regions of India, we continue to manufacture superior quality edible oils and vanaspati ghee. Over time, we have expanded our operations and strengthened our position as one of India's leading, fully integrated producers of edible oil.

### Ensuring operational excellence

We manufacture Vanaspati and Refined Oil, extract oil from Seeds, De-oiled cakes, and produce Basmati and par-boiled rice. Our manufacturing facility in Bathinda comprises an Oil Crushing Unit, Solvent Extraction Unit, Refinery, Vanaspati Ghee Manufacturing Unit and a Rice Sheller. Our fully integrated vegetable oil plant is one of the largest in India. In the solvent extraction business, our primary focus lies in rice bran oil manufacturing and processing.

To enhance the reach of our products in different parts of the country, we have established a robust dealership network consisting of around 350 dealers, operating across Punjab, Rajasthan, Himachal Pradesh, Jammu and Kashmir, Haryana, and the National Capital Region.

**~350**

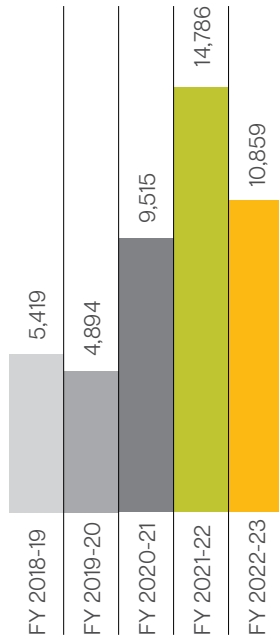
Dealer base



**Financial highlights**

**Segmental revenue**

(₹ in Mn)



**EBITDA margin**

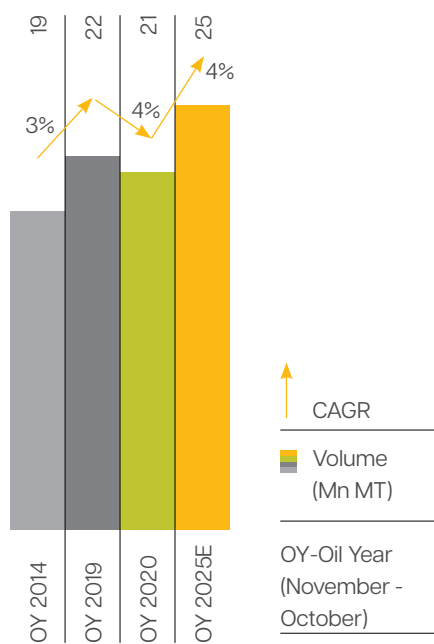
(%)



**Adding impetus to our growth journey**

The edible oil market in India is currently valued at approximately USD 28.23 billion. The edible oil industry in India is predominantly unorganised in nature, with only a limited number of companies in the organised sector. It creates an opportune landscape for oil manufacturers such as BCL Industries to further augment our operational capacity and expand our presence.

**Edible Oil Consumption in India**

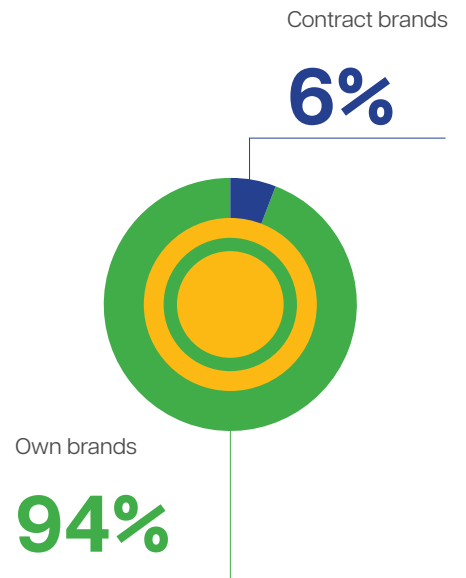


Furthermore, the Indian government has acknowledged the necessity to curtail dependence on imports in the edible oil sector. In response, various measures aimed at fostering the cultivation of oilseeds within the country has been encouraged. This strategic initiative is expected to yield numerous advantages, including increased production and greater availability of domestically produced edible oil. These developments are anticipated to significantly reduce our production costs and improve our position in a dynamic market.

**Our flagship brands**

Our range of edible oil is marketed under the Homecook brand, which includes products such as Vanaspati ghee, soybean oil, mustard oil, sunflower oil, cottonseed oil, and rice bran oil. Additionally, we provide contract manufacturing services for the production of edible oil to other industry players. We have also established ourselves as a preferred supplier of de-oiled rice bran, mustard cake and DDGS (Distillers Dried Grains with Solids).

**Revenue break-up in FY 2023**



Soya bean refined oil



Vanaspati ghee



Pure mustard oil

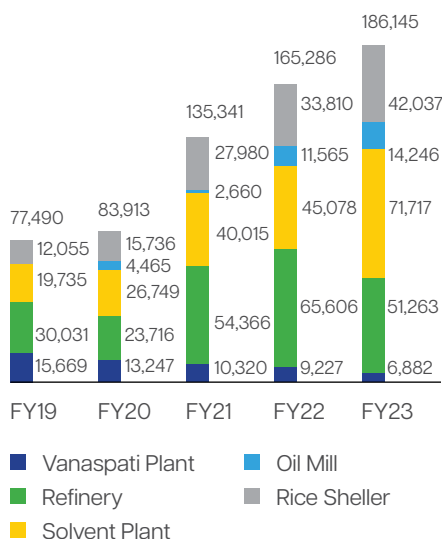


Cotton seed refined oil

### Our manufacturing facilities

The edible oil market in India is currently valued at approximately USD 28.23 billion. The edible oil industry in India is predominantly unorganised in nature, with only a limited number of companies in the organised sector. It creates an opportune landscape for oil manufacturers such as BCL Industries to further augment our operational capacity and expand our presence.

#### Production Data (in MT)



#### Edible oil refinery

Our state-of-the-art manufacturing facility ensures the quality of refined edible oil produced through chemical refining. It involves precise and efficient processes that remove impurities from crude oil. The use of advanced technology and world-class equipment allows us to abide by the highest manufacturing standards to produce best quality refined edible oil.



**200** MT/day

Total capacity

**78%**

Utilisation

#### Vanaspati manufacturing

We have implemented effective hydrogenation processes to ensure thorough saturation of refined oil. To fortify the nutritional content of our products, we add vitamins and essential nutrients. Thereafter, to promote optimal grain formation, the packaged product is preserved in cold storage.



**100** MT/day

Capacity

**21%**

Utilisation

#### Rice sheller

Our fully mechanized rice processing plant helps to remove impurities at different stages of processing and provides superior quality grains that meet the highest quality standards.



**220** MT/day

Capacity

**Seasonal**

Utilisation

#### Solvent extraction

Our solvent extraction process involves grinding the seed or cake, followed by purging or washing it with petroleum distillate to release oil from seeds. We primarily focus on extracting rice bran oil. The bran is used as raw material at our solvent extraction plant to produce high-quality rice-bran oil.



**300** MT/day

Capacity

**100%**

Utilisation

### Oil seed crushing unit

At the oil seed crushing unit, we extract oil from cottonseed, mustard, and sunflower. The advanced manufacturing processes allow us to optimise the extraction process and deliver high-quality oil.

# 200<sup>MT/day</sup>

Capacity

# Seasonal

Utilisation



### Distillery

With over 40 years of experience in the agro processing industry, we are recognised as one of the largest grain-based manufacturers of ENA and Ethanol in India. Our manufacturing facility consists of a state-of-the-art integrated distillation plant in Bathinda, Punjab, with a capacity of 400 KLPD. We also have another facility in Kharagpur, West Bengal, with a capacity of 200 KLPD.

At BCL, we have a technologically advanced multi-grain distillery for producing ENA and Ethanol from high fibre grains such as rice, millet, and maize. It enables us to utilise multiple raw materials, depending on its availability. We serve customers in different parts of the country including Himachal Pradesh, Kerala, Karnataka, West Bengal, Rajasthan, Jammu & Kashmir and Maharashtra.

The distillery is equipped with advanced machinery and cutting-edge infrastructure.

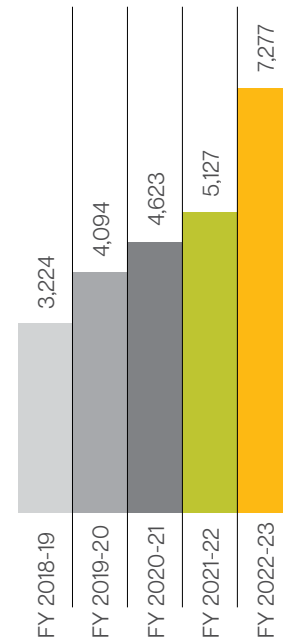
To ensure sustainable processes, we ensure zero discharge from the facility and have ramped up efforts to promote energy-efficiency, water and effluent management processes. The plant enables controlled production of ENA and Ethanol, based on market demand, to facilitate seamless transitions between the two. Considering the Indian government's push for ethanol blending in petrol, we foresee great opportunities in this sector.



### Financial highlights

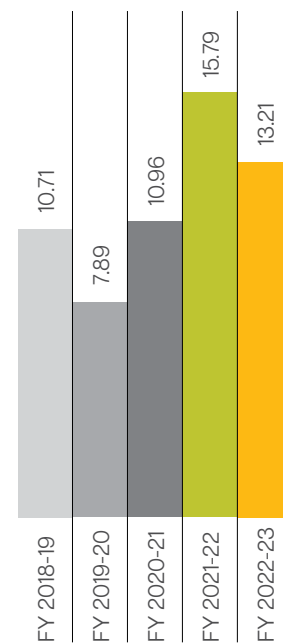
#### Segmental revenue

(₹ in Mn)



#### EBITDA margin

(%)





### Growth opportunities in ENA and Ethanol

#### ENA

India's liquor industry has achieved remarkable growth, positioning itself as one of the fastest-growing beverage markets worldwide. The ENA market in India has also exhibited significant growth, estimated to be valued at Rs. 97.7 billion in 2022. Capitalising on the growing demand for alcoholic beverages, we intend to explore prospects in this sector. Moreover, Indian-made foreign liquor (IMFL) contributes almost two-thirds of India's alcohol revenue. Additionally, the alcoholic beverages sector allows for 100% foreign direct investment, creating a favourable environment for our business growth.



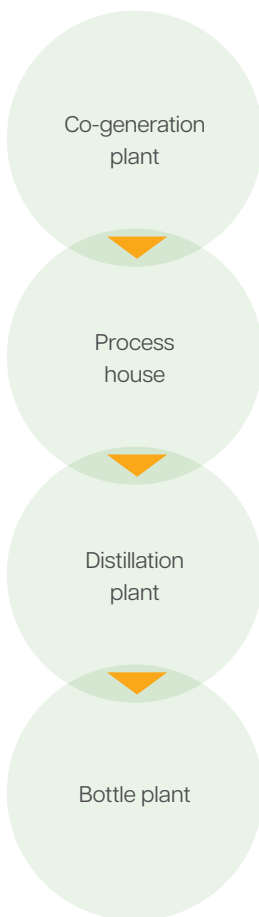
#### Ethanol

The National Policy on Biofuels, 2018 has made provision for the production of ethanol from damaged food grains such as wheat and broken rice, which is not suitable for human consumption. The policy also allows conversion of surplus quantities of food grains to ethanol, based on the approval of the National Biofuel Coordination Committee. The government's target of achieving a 20% ethanol blending ratio in petrol by 2025 is also driving the demand for ethanol, offering lucrative opportunities for ethanol producers. Moreover, Budget 2023 exempts customs duty on denatured ethyl alcohol to reduce the cost of ethanol production and promote participation in the Ethanol Blended Petrol programme. Ethanol is also being used as an alternative fuel for diesel-based equipment and flex engines, thereby enhancing its market prospects.



#### Integrated manufacturing facility

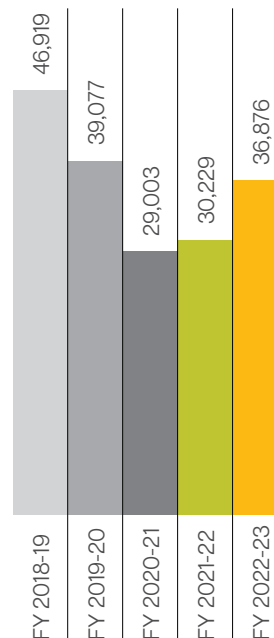
BCL is the only company in India and the South Asian region to have successfully implemented an environment-friendly production and distribution system within its manufacturing process. Forward and backward integration capabilities of the Distillery-Ethanol plant allows us to achieve comprehensive operational efficiency.



#### Production data

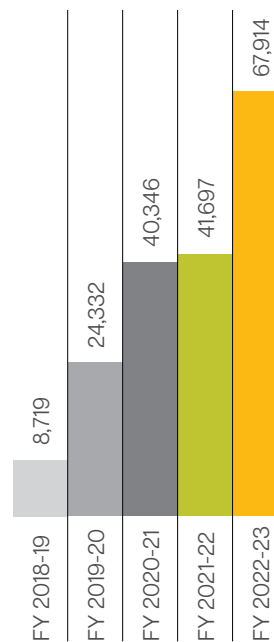
##### ENA

(in KL)



##### Ethanol

(in KL)



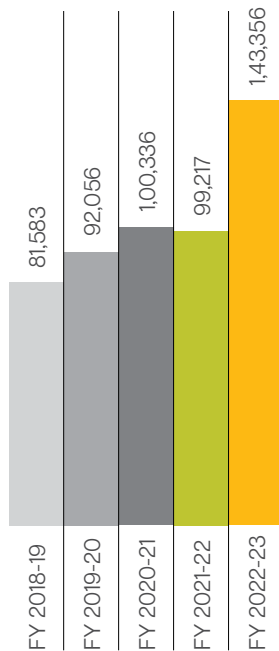
## DDGS Feed

(MT)



## Total

(in KL)



## Real estate

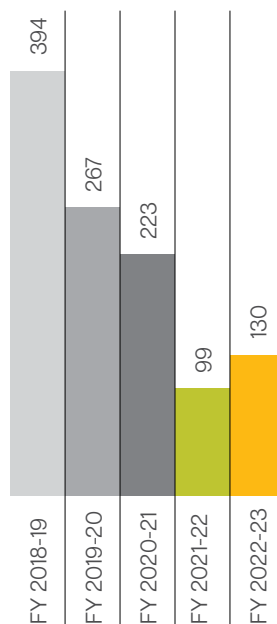
To further diversify our business, we made a strategic decision to enter the real estate market. Currently, we have successfully completed two projects, each holding considerable potential for high market value.

The decision to venture into real estate was driven by the increasing demand for quality housing in the country. Recognising the immense potential of real estate, we forayed into the sector with an aim to generate additional cash flow and the move has been instrumental in reducing our overall debt.



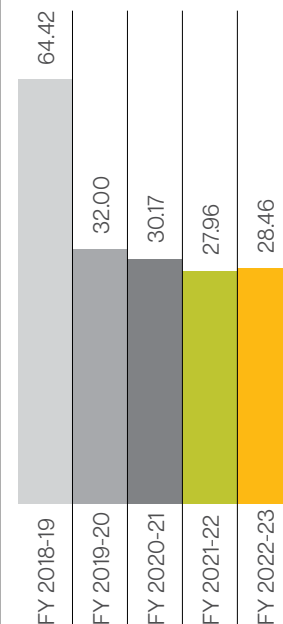
## Segmental revenue

(Rs. in Mn)



## EBITDA margin

(% )



# Human resource

At BCL Industries, we deeply appreciate the immense value that our highly skilled and trained human workforce brings to our organization. Recognizing their significance, we have devoted ourselves to fostering an environment that nurtures their growth and ensures their success. Our HR management system is strategically designed to prioritise employee welfare and optimise performance through comprehensive training and developmental initiatives.

Central to our approach is the effective management and development of our HR functions, including recruitment, training and development, performance appraisal, and rewarding endeavours. We place great emphasis on cultivating a positive employer-employee relationship climate within our company, as we firmly believe that a harmonious work environment leads to greater overall productivity and job satisfaction.

# 308

Total workforce



## Employee well-being

At BCL Industries, we prioritise the well-being and financial security of our employees and their families, especially during unforeseen emergencies. As a part of our commitment to their welfare, we ensure that all our employees are covered and secured through comprehensive health insurance and accident insurance plans.

By providing these essential insurance coverages, we aim to offer our employees peace of mind and protection, knowing that they have access to quality healthcare and financial assistance in the event of accidents or critical situations. Our approach to employee well-being extends beyond the workplace, as we believe that a secure and supportive environment contributes to their overall happiness and productivity.

## Zero

Accidents

## Human rights

At BCL Industries, we prioritize ethical practices and uphold the ethical treatment of our employees. Our comprehensive systems and policies are designed to safeguard the interests of our workforce and promote a respectful workplace environment.

To ensure the well-being of our employees, we have established a special committee dedicated to addressing the grievances of our permanent workforce on a monthly basis. This committee plays a vital role in promptly resolving any concerns and fostering open communication.

Moreover, we have implemented a POSH (Prevention of Sexual Harassment) policy and a Whistle-blower policy. The POSH policy is aimed at providing a safe and harassment-free workplace, while the Whistle-blower policy empowers our employees to report any unethical practices or misconduct they may come across, ensuring confidentiality and protection against any potential retaliation.

## Training and development

At BCL Industries, our primary goal is to enhance the performance of our workforce and foster career development opportunities for our employees. To achieve this, we are deeply committed to conducting regular training and development sessions focused on skill enhancement and the adoption of cutting-edge techniques and technologies.

Ensuring the well-being of our employees is paramount, and as part of our efforts, we provide comprehensive training on health and safety measures to minimise accident and injury rates, creating a secure work environment.

Furthermore, we are dedicated to promoting ethical business practices and compliance with regulatory policies. To achieve this, we conduct training sessions on the Code of Conduct, POSH (Prevention of Sexual Harassment), and other relevant policies, ensuring that our employees understand and adhere to the highest standards of ethics and conduct in their professional endeavours.



# CSR

In line with our dedication to fostering sustainable livelihoods within communities, we are actively pursuing various initiatives through our Corporate Social Responsibility (CSR) activities. Our overarching vision is to lend support to projects that focus on crucial areas, including education, healthcare, women’s empowerment, the preservation of Indian art and culture, rural development and disaster relief.



## Support through dialysis machine

BCL through its charitable trust, M/s. Dwarka Dass Mittal charitable trust runs Rama Devi Diagnostics Centre inside Mahavir Dal Hospital, Bathinda. The Diagnostic centre was established in memory of Late Smt. Ram Devi, mother of Late Sh. Dwarka Dass Mittal, Founder Chairman of Mittal Group. The facilities available at the Diagnostic Centre are: Medicine Shop, Diagnostic Lab, X-ray machine, Echo facility, ECG and a fully

functional OT with 08 Rooms to house the patients. The medicines that are made available at the Medicine shop are at highly subsidized rates. For all other facilities like consultation fee, echo, x-ray, lab tests, etc., the charges are quite nominal and within the reach of weaker section of our society. Funds are made available at regular intervals to upgrade the existing facilities, so as to provide the latest in health services to the society.





## Financial assistance to hospitals

BCL through its charitable trust, M/s. Dwarka Dass Mittal charitable trust runs Rama Devi Diagnostics Centre inside Mahavir Dal Hospital, Bathinda. The Diagnostic centre was established in memory of Late Smt. Ram Devi, mother of Late Sh. Dwarka Dass Mittal, Founder Chairman of Mittal Group. The facilities available at the Diagnostic Centre are: Medicine Shop, Diagnostic Lab, X-ray machine, Echo facility, ECG and a fully functional OT with 08 Rooms to house the patients. The medicines that are made available at the Medicine shop are at highly subsidized rates. For all other facilities like consultation fee, echo, x-ray, lab tests, etc., the charges are quite nominal and within the reach of weaker section of our society. Funds are made available at regular intervals to upgrade the existing facilities, so as to provide the latest in health services to the society.



## Construction of public toilets

The provision of public toilets is crucial urban infrastructure that reinforces the fundamental human right to sanitation, extending beyond the boundaries of households. As many individuals often spend a significant portion of their time outside their homes or in unconventional living arrangements, ensuring access to hygienic facilities becomes paramount. As part of our efforts to address this need, we have actively contributed to the construction of public toilets. By supporting these initiatives, we strive to promote dignity, hygiene, and improved quality of life for all members of the community.



## Slum re-development program



The right to adequate housing encompasses security of tenure, affordability, access to services, and cultural appropriateness. It protects individuals from forced eviction and displacement, addressing homelessness, poverty, and exclusion. In India, there are approximately 1.77 million homeless people, constituting 0.15% of the population, including single men, women, mothers, the elderly, and the disabled. In pursuit of inclusive development, BCL Industries Limited constructed 51 houses in Odiya Colony, Bathinda, providing financial assistance to economically weaker sections and homeless families.





Promoting education



The AICTE (All India Council for Technical Education) has introduced a scheme aimed at establishing AICTE-IDEA (Idea Development, Evaluation & Application) Labs in their approved institutions. This initiative is designed to encourage students to apply Science, Technology, Engineering, and Mathematics (STEM) fundamentals in practical ways, fostering hands-on experiences and active learning. In line with this vision, we have entered into an agreement with Maharaj Ranjit Singh Punjab Technical University, Bathinda, to set up an AICTE Idea Lab at its Bathinda Campus. Through this collaboration, students will have the opportunity to engage, explore, experience, express, and excel in their pursuit of knowledge and innovation. The lab will serve as a dynamic platform for nurturing creativity, problem-solving skills, and real-world application of theoretical concepts, empowering the students.



MoU with AIIMS

A Memorandum of Understanding (MoU) is being established between the All-India Institute of Medical Sciences, Bathinda, Punjab, India (AIIMS Bathinda) and the Chairman of Dwarka Dass Mittal Charitable Trust. The purpose of this MoU is to allocate approximately 4000 square meters of space to the trust for the establishment of a Dharamshala. This facility will cater to visiting patients and their attendants, providing them with accommodation during their time at AIIMS Bathinda.

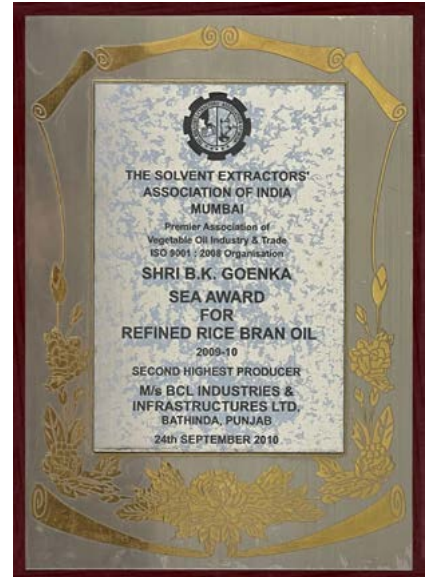


Mittal Dharamshala

The Company through its associated charitable trust DD Mittal trust has constructed a Dharamshala at Salasar Balaji Dhaam (a famous religious destination in Rajasthan). The Dharamshala offers accommodation facilities to the pilgrims coming to this place at a very subsidized rates. Company maintains the place through its CSR budget.



# Awards and accolades





# Board of directors



**R.C. Nayyar (IAS Retd.)**  
Chairman &  
Independent Director

Shri R. C. Nayyar Chairman & Independent Director of the Company, aged around 69 years belonged to 1982 batch of Indian Administrative Services and did Doctorate in Faculty of Science after doing Masters in Statistics from Punjab University and later on got Masters in Rural Social Development from Reading University, United Kingdom. Mr. R.C. Nayyar served the government in various capacities. He has more than three decades of Administrative and managerial experience. He was Chairman of Punjab State Forest Development Corporation, Managing Director of Punjab State Civil Supply Corporation, and Member Secretary of Pay Commission of Government of Punjab. After retiring from Administrative Services, he joined the company as Chairman of BCL Industries Ltd. He is a strategic planner and involves himself in all the decisions relating to BCL strategic planning. He has vast experience of more than 34 years in the fields of administration, strategic planning and financial matters. He is a Director in City Capfin Limited, WSL Automobiles Private Limited and BCL Industries Limited. He is not related to other directors of the Company. He did not hold any shares in the Company as on 31/03/2023.



**Rajinder Mittal**  
Managing Director

Mr. Rajinder Mittal, is a renowned and leading industrialist from Punjab. He started his professional journey at the age of 21 when he joined his father, Late Sh. Dwarka Dass Mittal in the business. It is due to his vision and guidance the Company has experienced remarkable growth over the years. BCL Industries Ltd, under Mr. Mittal's leadership, has established itself as a dominant player in the manufacturing of grain-based Ethanol and ENA, Edible Oil and Real Estate sectors. In real estate, Mr. Mittal has played a pivotal role in introducing modern housing concepts to the underdeveloped Malwa Region of Punjab.

He holds esteemed positions such as President or Member of State/ Social organisations and has been honoured with numerous awards during his career. He has extensive experience in production and financial management, project establishment, modernisation, expansion, market viability, and marketing strategies.

Apart from his responsibilities at BCL Industries Ltd, Mr. Mittal is a renowned philanthropist and a deeply religious person. He is very kind at heart which makes him empathize easily with the problems faced by farmers and finding business solutions for them.



**Kushal Mittal**  
Joint Managing Director

Mr. Kushal Mittal, aged around 27 years, is a Graduate in Business Administration - Finance from Northeastern University, Boston. 2019. During his time in USA, he gained valuable work experience in fund management working for Wellington Management etc. He is presently serving as the Jt. Managing Director of the Company. From his Strategic Leadership qualities, the company is getting benefitted in Financial and Risk Management side of the business including Governance, Health, Safety, environment and sustainability. He being the 3<sup>rd</sup> generation of the Promoter family has inherited Industry and sector experience and he possesses a natural knack to visualize the business opportunities.

Apart from fulfilling his business commitments Mr. Kushal Mittal loves to travel and play basketball and tennis.

**S.N. Goyal**

Whole Time Director

Mr. Sat Narain Goyal, a seasoned member of the BCL Industries Ltd team, possesses extensive experience in various financial domains. Holding a Post Graduate degree in Commerce, he has dedicated almost four decades to the fields of Corporate Finance, Accounts, Audit, Corporate Fundraising, and financial and taxation related matters. His journey with the company began in 1981 when he joined as the Manager (Accounts).

Throughout his career, Mr. Goyal has consistently focused on strengthening and expanding the company's relationships with stakeholders. Currently, he oversees Finance and Taxation functions of the company. With his valuable guidance and advice, the company has successfully planned, acquired, utilised, and generated funds and financing. Moreover, his contributions have played a significant role in improving the corporate governance structure of the organisation.

**Parampal Singh Bal  
(Major Gen. (Retd.))**

Independent Director

Major Gen. Parampal Singh Bal (Retd.) holds a Master of Philosophy degree in Public Administration from Punjab University. With 35 years of commissioned service in the Indian Army, he possesses a wealth of experience and expertise in administration, management, personnel, accounts, and logistics. He has also served with the United Nations mission in Angola, where he gained valuable experience in logistics operations.

Following his retirement from the military, he took over the role of Senior Vice President at Jaypee Himachal Cement Plant from 2014 to 2016. In this capacity, he was responsible for overseeing personnel and administration matters. Throughout his career, he has demonstrated exceptional leadership and management skills, honed through years of military service and subsequent corporate roles.

**Neerja Jain**

Independent Woman Director

Mrs. Neerja Jain is an M.Sc in IT, B.Com, MBA, and B.Ed. With over 12 years of experience, she has experience in finance, administration, information technology, teaching, and human resource management. Currently, she serves as an Independent Director on the Board of Directors of BCL Industries Limited. Throughout her career, she has provided advisory services and taught in numerous educational institutions, holding senior positions within them. In addition to her role as an Independent Director, Mrs. Jain is currently the Principal of a prestigious senior secondary school.

# Key managerial personnel



**Ajeet Thakur**  
Company Secretary



**Gulab Singh**  
CFO



**Col. M. S. Gaur (Retd)**  
Vice President



**V.S. Rathi**  
GM (Production)



**Deepak Tayal**  
Addl. GM (Technical)



**Ravindra Kumar**  
GM-Operation



**Wajid Ali**  
Sr. DGM- Commercial



**Tarun Bahl**  
GM (Projects)



**Sandeep Goyal**  
VP Finance Audit



**Rakesh Mittal**  
Manager Commercial Purchase



**Lakhwinder Singh**  
DGM Power Plant



**Devendra Singh**  
Senior DGM Technical



**Harinder Kumar Verma**  
Senior DGM Works



**Satayendra Singh Tomar**  
Executive Director

# Corporate information

## Board of Directors

### Sh. Ramesh Chander Nayyar (IAS Retd.)

Chairman/Independent Director

### Sh. Rajinder Mittal

Managing Director

### Sh. Kushal Mittal

Jt. Mg. Director

### Sh. Sat Narain Goyal

Whole Time Director

### Sh. Parampal Singh Bal

Independent Director

### Smt. Neerja Jain

Independent Director/Woman Director

## Chief Financial Officer

Sh. Gulab Singh

## Company Secretary

Sh. Ajeet Kumar Thakur

## Board Committees

### Audit Committee

Sh. Ramesh Chander Nayyar

Sh. Rajinder Mittal

Sh. Parampal Singh Bal

Smt. Neerja Jain

### Stakeholders' Relationship Committee

Smt. Neerja Jain

Sh. Parampal Singh Bal

Sh. Rajinder Mittal

Sh. Sat Narain Goyal

Sh. Kushal Mittal

### Nomination and Remuneration Committee

Smt. Neerja Jain

Sh. Parampal Singh Bal

Sh. Ramesh Chander Nayyar

## Corporate Social Responsibility Committee

Sh. Parampal Singh Bal

Sh. Ramesh Chander Nayyar

Sh. Sat Narain Goyal

Smt. Neerja Jain

## Risk Management Committee (w.e.f. FY 2022-23)

Sh. Rajinder Mittal

Smt. Neerja Jain

Sh. Ramesh Chander Nayyar

Sh. Sat Narain Goyal

## Statutory Auditors

M/s AMRG & Associates

## Bankers

Punjab National Bank

Canara Bank

Tata Motors Finance Limited

HDFC Bank Limited

Axis Bank

Yes Bank

LIC Housing Finance Limited

## Registrar & Share Transfer Agent

Link Intime India Pvt. Ltd.

Noble Heights, 1<sup>st</sup> Floor, Plot Nh 2, C-1 Block LSC,

Near Savitri Market, Janakpuri, New Delhi-110058

Phone: 011-49411000

Fax: +91-11-4141 0591

EMAIL: delhi@linkintime.co.in

WEB: www.linkintime.co.in

## Registered Office

Hazi Rattan Link Road, Post Box No. 71, Bathinda-151001 PB.

Ph.: 0164-2240163, 2240443, 2211628

Fax: 0164-5003638

Email: bcl@mittalgroup.co.in

## Website

www.bcl.ind.in

## CIN

L24231PB1976PLC003624

## Listings

NSE, BSE

SCRIP CODES: BCLIND, 524332

## ISIN

INE412G01016

# Directors' Report

To  
The Members,

## BCL INDUSTRIES LIMITED

Your Directors have pleasure in presenting their 47<sup>th</sup> Annual Report along with the Standalone and Consolidated Audited Financial Statements of your Company for the financial year ended 31<sup>st</sup> March, 2023. The summarized Standalone and Consolidated financial performance of your Company is as follows:

₹ In Lacs

Particulars	Standalone		Consolidated	
	Current Year 2022-23	Previous Year 2021-22	Current Year 2022-23	Previous Year 2021-22
Revenue from Operations	163309.62	199306.87	181991.70	199306.85
Other Income	662.26	811.21	671.46	811.78
<b>Total Income</b>	<b>163971.88</b>	<b>200118.08</b>	<b>182663.16</b>	<b>200118.63</b>
Profit before Depreciation, Finance Cost and Tax Expense	11894	14,580.18	13027.58	14569.84
<b>Less:</b> Depreciation	1545.84	1454.24	2495.17	1468.10
<b>Less:</b> Finance Cost	726.87	1763.33	1983.42	1766.29
<b>Profit before Tax</b>	<b>9621.29</b>	<b>11362.61</b>	<b>8548.99</b>	<b>11335.45</b>
<b>(Less):</b> Current Tax	(2450.00)	(3000.00)	(2450.00)	(3000.00)
<b>Add/(Less):</b> Deferred Tax	37.53	141.92	336.46	141.92
<b>Less:</b> Prior period items	-	-	-	-
<b>Profit for the year</b>	<b>7208.82</b>	<b>8504.54</b>	<b>6435.45</b>	<b>8477.37</b>
<b>Other Comprehensive Income/(Loss)</b>	129.49	104.40	129.49	104.40
<b>Total Comprehensive Income</b>	<b>7338.31</b>	<b>8608.94</b>	<b>6564.94</b>	<b>8581.78</b>
<b>Earnings Per Share</b> (of ₹ 10/- each):				
Basic	29.85	35.22	27.45	35.10
Diluted	28.92	35.22	26.59	35.10

## ANNUAL PERFORMANCE SUMMARY

During the year under review, the Total Income of the Company was ₹ 163971.88 Lakhs as against ₹ 200118.08 Lakhs in the previous year, showing a drop 18.06% over the previous year which is being explained in the subsequent paras. Your Company has earned a Net Profit after tax of ₹ 7208.82 Lakhs as against ₹ 8504.54 Lakhs in the previous year showing a decrease of around 15.23 % in PAT. Earnings Per Share of the Company for the current year 2022-23 has been ₹ 29.85 per share as against ₹ 35.22 per share (Basic) in the previous year showing a drop of around 15.24 %.

Coming to the operational highlights, the distillery unit at Bhatinda continues to operate at 100% capacity utilization with good demand for both ENA and Ethanol and the company has started commercial production from its 200 KLPD expansion at Bathinda unit in the month of June 2023. This should have a positive impact on the Company's financials moving forward.

To combat inflation and fuel prices, the company has commissioned its paddy straw-based 10-megawatt power plant in Bhatinda in the second half of May 2023. The Company expects this power plant to bring down the fuel cost for the Distillery segment significantly moving forward.

For ENA market, March and April months are considered to be lean months as the new excise policy is renewed during this period. This has led to a lower demand for ENA in West Bengal and the Company expects its sales from West Bengal plant under its subsidiary, Svaksha Distillery unit, to be good moving forward. The expansion plans for the additional 100 KLPD at Svaksha Distillery Limited has already begun and the Company expects to commission this plant by December 2023, with an estimated cost of around INR 94 crores.

There has been a significant increase in EBITDA margin for the Financial Year 2022-23 in the Distillery segment and this has happened due to very good demand for ENA and the company's strong inventory management during the period of fuel price inflation.

Additionally, the Company has also started using maize to produce Ethanol which is another very good raw material for the industry. We as a Company are expecting that the maize prices of ethanol will be significantly increased by the government to promote 'Atmanirbhar Bharat' and the government is in full support to the agriculture sector and is ensuring that a farmer is not selling his crop below MSP. Last year, the mustard and maize crop gave good returns to the farmer which ultimately benefits the agriculture sector and that will only help India in crop diversification, which is a very urgent need as of now. So as per Board's reading of the market and the policy, we expect that the government will increase the maize price of ethanol which in turn will make it lucrative for the distilleries to procure maize from market, which is currently surplus, and convert it into ethanol and sell to the OMCs.

In the Edible Oil segment, there was a dip in revenue for the financial year, which was due to the drop in global edible oil prices globally. Despite this dip in revenues, the Company was able to get good EBITDA margin from this sector due to strong inventory management. Global edible oil prices have decreased at about 30% to 40% when compared to the previous year, while the Company's revenue from edible oils had only decreased by 26.5%.

This indicates that the Company has not decreased its volume being processed from this sector. The edible oil prices continue to be in decline and the Board is watching the trend carefully. The Company is engaged in both types, indigenous and imported edible oil businesses and the indigenous oil business like cotton seed, mustard and rice bran oil is Company's specialty. While global edible oil prices start to fall, indigenous oils don't give much losses in terms of inventory losses because the holding period is much shorter when compared to imported oil and the prices of indigenous oil tend to be more stable as opposed to imported oil.

Lastly, in the Real Estate segment, in its attempt to reduce the financial burden of the company, BCL has continued to utilize revenue from the real estate to liquidate its debt, which is visible in the year-on-year results.

## EXPANSION

Company commissioned its captive power plant at its Bathinda distillery which can use about 12,000 MT of paddy rice straw per annum to generate power. This will have a substantial effect to reduce stubble (Paraali) burning in Punjab which is a major environmental issue in North India during Oct to Dec every year. The Company takes pride in saying that there has been no instance of stubble burning (since 2022) in the villages surrounding the Bathinda Distillery due to this power plant.

Expansion of Bathinda distillery from 200 KLPD to 400 KLPD has been completed in 2023 of which 200 KLPD is dedicated for ENA (extra neutral alcohol) and balance 200 KLPD is for ethanol manufacturing.

The company has begun the expansion of its grain-based distillery at Kharagpur (West Bengal) manufacturing unit from 200 KLPD to 300 KLPD. Both distilleries of the Company have achieved the status of 'zero discharge unit' and 'full backward and forward integrated unit' in 2023. The Company has initiated the process of another 150 KLPD expansion post 400 KLPD at Bathinda plant.

## CONSOLIDATED FINANCIAL STATEMENTS

As per Regulation 33 of the SEBI ("Listing Obligations and Disclosure Requirements) Regulations 2015 and applicable provisions of the Companies Act, 2013 read with the Rules issued there under, the Consolidated Financial Statements of the Company for the Financial year 2022-23 have been prepared in compliance with the applicable Accounting Standards, Ind- AS and on the basis of Audited Financial Statements of the Company and its Subsidiary as approved by the respective Board of Directors. The Consolidated Financial Statements together with Auditors Report from part of the Annual Report.

## SHARE CAPITAL/CHANGES IN CAPITAL STRUCTURE

During the Financial Year 2022-23 the Company has increased its authorized equity share capital from INR 25 Cr. To INR 35 Cr. The paid-up Equity Capital as on March 31, 2023 remained at INR 24.15 Crore. The Company has issued 5466334 convertible warrants @ ₹ 360/warrant on Preferential basis to the persons belonging to Promoter, Promoter group and the public group and in addition to this there has been no change in the capital structure of the Company and the Company has neither issued any shares with differential voting rights or granted stock options or issued sweat equity or purchased its own shares nor the company has made any Public/Rights/ Bonus/Buy back of Equity Shares of the Company.

## DISCLOSURE UNDER REGULATION 32 (7A) OF SEBI (LODR) REGULATIONS 2018

During the financial year 2022-23, the Company came up with a preferential issue of 5466334 fully convertible warrants allotted at a price of Rs. 360/- per warrant aggregating to Rs. 196.79 Crores. The Company had received Rs. 49.19 Cr. being 25% of the consideration payable on allotment of said warrants during the year 2022-23. M/s. Infomerics Valuation and Ratings Pvt. Ltd. was appointed as Monitoring Agency to monitor the utilisation of the funds raised through preferential issue, in accordance with the provisions of Regulation 162A of the SEBI ICDR Regulations. The funds raised during the financial year on allotment of convertible warrants were utilised for Working Capital Requirements which is in line with the purpose for which these were raised and in accordance with the objectives of the said preferential issue stated in the explanatory statement to the notice of Extra Ordinary General Meeting dated January 12, 2023 and there had been no deviation or variation in the use of the proceeds/ funds so raised during the financial year

### DIRECTORS AND KMPs

#### i. Appointments:

During the year under review, there was no new appointment to Board of Directors

#### ii. Retirement by rotation:

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sat Narain Goyal, Whole Time Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

#### iii. Resignations/ Removal of Directors:

During the year 2022-23, None of the Director resigned from the Board of Directors.

#### iv. Declarations by Independent Directors:

Pursuant to sub section (6) of Section 149 of the Companies Act, 2013 and Reg 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Independent Directors of the Company have given declaration to the Company that they qualify the criteria of independence as required under the Act and the regulations.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. In terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company are registered on the Independent Director Databank maintained by the Indian Institute of Corporate Affairs (IICA).

#### v. Board Meetings:

The Board meets at regular intervals to discuss and decide on Company's business operations, policies, and strategy apart from other Board businesses. During the year, 7(Seven) Board Meetings and 4(Four) Audit Committee Meetings were convened and held. The details are given in the Corporate Governance Report. The intervening gap between the two Meetings was within the period prescribed under the Companies Act, 2013. Pursuant to the circular relating to the "Enforcement of SEBI Order regarding appointment of directors by listed companies" dated June 20, 2018, none of the director of the Company, is debarred from holding the office of director pursuant to any SEBI order.

#### vi. Board Evaluation:

The Board has carried out an annual evaluation of its own performance, the Directors and also Committees of the Board based on the guideline formulated by the Nomination & Remuneration Committee. Board composition, quality and timely flow of information, frequency of meetings, and level of participation in discussions were some of the parameters considered during the evaluation process. The details of the familiarization programme adopted by the Company for the orientation and training of the Directors and the Board evaluation process for Directors undertaken in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Corporate Governance Report of this Annual Report.



Further, a Separate Meeting of the Independent Directors of the Company was held once during the year on February 14, 2023 which also reviewed the performance of the Non-executive directors, Chairman of the Company, and performance of the Board as a whole. The details of the programme for familiarization of the Independent Directors of your Company are available on the Company's website at web link: <https://www.bcl.ind.in/wp-content/uploads/2022/04/Familiarization-programme-2021-22.pdf>

#### **vii. Nomination & Remuneration Policy**

The Board has, on the recommendation of the Nomination & Remuneration Committee, already framed a Policy for selection, appointment and remuneration of Directors and Key Managerial Personnel. The policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Director, and also remuneration for key managerial personnel and other employees, forms part of the Corporate Governance Report of this Annual Report.

#### **viii. Key Managerial Personnel**

During the year under review, the Company had five Key Managerial Personnel viz. Mr. Rajinder Mittal, Managing Director, Mr. Sat Narain Goyal, Whole time Director, Mr. Kushal Mittal, Managing Director, Mr. Gulab Singh, Chief Financial Officer and Mr. Ajeet Kumar Thakur, Company Secretary.

In compliance with Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, brief resume of all the Directors proposed to be appointed / re-appointed are given in the Annual Report. The details about KMPs are given in Corporate Governance Report section of the Annual Report.

### **CHANGES IN MANAGERIAL PERSONNEL**

During Financial Year 2022-23, Mr. Ajeet Kumar Thakur was appointed as and Mr. Gurinder Singh Makkar ceased to be, Company Secretary and Compliance officer of the Company w.e.f 2<sup>nd</sup> November 2022.

### **CHANGE IN THE NAME OF THE COMPANY**

There was no change in the name of the Company during the Financial Year 2022-23.

### **SUBSIDIARY COMPANY**

The Company has a Subsidiary Company viz. M/s Svaksha Distillery Limited. The Company holds 74.99% Equity Shares in the subsidiary as on 31<sup>st</sup> March, 2023.

A separate statement containing the salient features of Financial Statements of the Subsidiary of the company in the prescribed form AOC-1 given at Annexure- F forms a part of this report and consolidated Financial Statements in accordance with Section 129 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014. The said form also highlights the Financial Performance of the subsidiary Company included in the Consolidated Financial Statements pursuant to Rule 8(1) of the Companies (Accounts) Rules, 2014.

In accordance with Section 136 of the Companies Act, 2013, the Financial Statements of the Subsidiary Company shall be kept open for inspection by the members at the Registered office of the Company during Business hours on all days except Saturdays, Sundays and public holidays up to the date of the Annual General Meeting ('AGM') and shall also be available on the website of the Company. Any member desirous of obtaining a copy of the said financial statements may write at registered office of the Company. The Audited Financial Statements including Consolidated Financial Statements and all other documents required to be attached to this report have been uploaded on the website of the company [www.bcl.ind.in](http://www.bcl.ind.in). The company has also formulated a policy for determining material subsidiary. The said policy is also available on the website of the Company and the web link of the same is <https://www.bcl.ind.in/wp-content/uploads/2022/04/Policy-on-Material-subsiary.pdf>

### **DIVIDEND**

The Board of Directors have recommended a Final Dividend @ 50% i.e. Rs. 5/- per share on 9668173 equity shares belonging to public category, aggregating to ₹ 483.40 Lakhs (excluding the Equity Share upon which the Promoters/Promoters Group have waived/ forgone his/

their right to receive the dividend by him/them for Financial Year 2022-23) in respect of FY 2022-23.

Hence the Dividend, if any, approved by the Members at the ensuing Annual General Meeting shall be only upon public category equity shareholding as on record date. Subject to the provisions of Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the Meeting, will be paid within 30 days of the declaration of same.

## DIVIDEND DISTRIBUTION POLICY

Pursuant to the provision of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the top 1000 listed entities based on market capitalization (calculated as on March 31 of every financial year) shall formulate a dividend distribution policy which shall be disclosed on the website of the listed entity and a web-link shall also be provided in their annual reports.

The Company ranked 965<sup>th</sup> position (NSE) among the top 1000 entities, based on market capitalization as on 31<sup>st</sup> March, 2023. Accordingly, the Board has approved and adopted Dividend Distribution Policy w.e.f Financial Year 2022-23. The Policy can be accessed on the Company's website at <https://www.bcl.ind.in/wp-content/uploads/2022/04/DIVIDEND-DISTRIBUTION-POLICY-2022.pdf>.

## TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

As required under the provision of the Section 124 & 125 and other applicable provisions of the Companies Act, dividends that remain Unpaid / Unclaimed for a period of consecutive 7 years, are required to be transferred to the account administered by the Central Government viz. Investor Education and Protection Fund ("IEPF"). Further, according to the said Rules, the shares on which Dividend has not been encashed or claimed by the Members for 7 consecutive years or more shall also be transferred to the demat account of the IEPF Authority.

During the Year under review, pursuant to the provisions of the Section 124 of the Act, Final Dividend for the Financial year 2014-15 amounting to ₹ 195729.60/- which remained unclaimed for a period of 7 years, has been transferred by the Company to the IEPF Authority.

## TRANSFER TO RESERVES

The Company does not propose to transfer any amount to reserves.

## REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or to the Board as required under Section 143(12) of the Act and the Rules made thereunder.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 and details of loans from Banks/FIs/ Directors, are provided in Financial Statements and Notes thereto.

## CREDIT RATING

During the year under review, the Company has obtained Monitoring Agency Report from Credit Rating Agency named as Infomeric Valuations and Ratings Private Limited in relation to the issue of Preferential Convertible warrants of the Company for the quarter ended 31<sup>st</sup> March, 2023.

## DEPOSITS

The details of deposits outstanding as on 31<sup>st</sup> March 2023 are furnished hereunder:

Sr. No.	Particulars	Old Scheme 2019 (₹ In Lakhs) (A)	New Scheme 2021 (₹ In Lakhs) (B)
a	Accepted during the year	-	11.00
b	Renewed during the year	-	6.7

Sr. No.	Particulars	Old Scheme 2019 (₹ In Lakhs) (A)	New Scheme 2021 (₹ In Lakhs) (B)
b	Remained unpaid or unclaimed as at the end of the Year	-	-
c	Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved		
	(i) at the beginning of the year;	-	-
	(ii) maximum during the year;	-	-
	(iii) at the end of the year	-	-
d	The details of deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013	-	-
e	Value of deposits repaid during the year	38.75	25.00
f	Balance of deposits outstanding at the end of the Year	35.50	90.20
	<b>Total Balance outstanding as on 31<sup>st</sup> March, 2023- (A+B)</b>	<b>125.70</b>	

## CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company. Your Company tends to run the same business activities till date.

## MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

## RESOLUTION AND MATTERS APPROVED THROUGH POSTAL BALLOT DURING FINANCIAL YEAR

During the year under review, No Resolution and matters passed through Postal Ballot.

## ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the weblink: <https://www.bcl.ind.in/wp-content/uploads/2023/08/Form-MGT-7-Annual-Report-2022-23-f-.pdf>

## CORPORATE GOVERNANCE REPORT

The report on Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report. The requisite certificate from the Statutory Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as given in the Annual Report forms part of this Report as Annexure A.

## COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with the specific areas / activities which concern the Company and need a closer review.

The Board Committees are set up under formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes of the meetings of all Committees are placed before the Board for review.

The Board has currently the following Statutory Committees:

- I. Audit Committee
- II. Nomination and Remuneration Committee
- III. Stakeholder Relationship Committee
- IV. Corporate Social Responsibility Committee
- V. Risk Management Committee

## RELATED PARTY TRANSACTIONS

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 and the Rules made there under are not attracted. No material related party transactions were entered into during the financial year by the Company. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to the Company for FY 2022-23.

The Related Party Transactions are placed before the Audit Committee of the Company for prior approval, as required under applicable law. Prior omnibus approval of the Audit Committee, as required under Listing Regulations as amended, is also obtained for the transactions, which are of foreseen and repetitive nature. A statement giving details of all related party transactions, entered pursuant to the omnibus approval so granted, is placed before the Audit Committee of the Board of Directors for their review on a quarterly basis. The policy on Related Party Transactions was also amended by the Board of Directors to incorporate the new requirements introduced under the SEBI Listing Regulations, more particularly applicable w.e.f 01<sup>st</sup> April, 2023. The amended policy on Materiality of and dealing with Related Party transactions as approved by the Board is uploaded on the Company's website i.e., [www.bcl.ind.in](http://www.bcl.ind.in)

Further, the Members of the Company vide Ordinary Resolution passed on 21<sup>st</sup> June, 2020 through Postal Ballot Process of the Company, have given approval to certain material related party transactions up to a maximum amount of ₹ 350 Crores in aggregate with each related party for a total period of 3 financial years beginning financial year 2020-21 subject to the conditions that in a single Financial Year, transactions upto ₹ 150 Crores with Svaksha Distillery Limited and upto ₹ 100 Crores with the other related parties can be made and such transactions with each said related party shall not exceed the respective limits in any single financial year. Hence, the last year for approval of the same will be considered as 2022-23.

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Vigil Mechanism for directors and employees to report genuine concerns have been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.bcl.ind.in](http://www.bcl.ind.in).

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information relating to conservation of energy, technology absorption and foreign exchange earnings & outgo, as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is given at Annexure - B forming part of this Report.

## SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

## STATUTORY AUDITORS

M/s AMRG & Associates, Chartered Accountants, New Delhi, (FRN: 004453N) were appointed as the Statutory Auditors of the Company to hold office from the conclusion of 42<sup>nd</sup> Annual General Meeting up to the conclusion of 47<sup>th</sup> Annual General Meeting and further the same will be re-appointed as Statutory auditor from the Conclusion of 47<sup>th</sup> AGM till the conclusion of 52<sup>nd</sup> AGM of the company.

There are no qualifications or reservation or remarks made by the Auditors in their Report.

## **SECRETARIAL AUDIT AND SECRETARIAL COMPLIANCE REPORT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s S. Parnami & Associates, Company Secretary, a firm of Company Secretary in Practice, to undertake the Secretarial Audit of the Company. Secretarial Audit Report as per Section 204 of Companies Act 2013 is placed as Annexure – B to this report. No adverse comments have been made in the said report by the Practicing Company Secretary.

Regulation 24A of SEBI (LODR) Regulations read with SEBI circular no. CIR/CFD/CMD1/27/2019 mandated all listed entities to obtain annual secretarial compliance Reports on compliance with SEBI Regulations and circulars/guidelines issued thereunder from a Company Secretary in practice. Accordingly, the Company has obtained a Secretarial Compliance Report for FY 2022-23 from S. Parnami & Associates, Practicing Company Secretaries and filed the same with BSE and NSE.

The Auditors' Report and the Secretarial Audit Report for the Financial Year ended March 31, 2023, do not contain any qualification or reservation or adverse remarks.

## **COST AUDITORS**

The Board of Directors has on the recommendation of Audit Committee, approved the appointment of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No. 100123), as the Cost Auditors of the Company for the year 2023-24 at a remuneration as may be decided mutually. The proposed remuneration of the Cost Auditors would be approved by the members in the ensuing AGM for the financial year 2023-24. The Cost Audit report shall be duly filed within prescribed time.

## **APPLICABILITY AND MAINTENANCE OF COST RECORDS**

In terms of Companies (Accounts) Amendment Rules, 2018, a Disclosure is hereby made that maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained.

## **AUDITORS' REPORT**

The Auditors' Report is self-explanatory and do not call for further comments as there are no adverse remarks in the Auditors' Report.

## **APPOINTMENT OF SECRETARIAL AUDITOR AND INTERNAL AUDITOR**

The Company had, in accordance with the applicable provisions of the Companies Act, 2013, appointed M/s S. Parnami & Associates, Practicing Company Secretaries (C.P. No. 11181), Bathinda, as the Secretarial Auditors for year 2022-23. During the year, the Company has appointed M/s Mohan & Mohan, Chartered accountants (FRN 002612N), Bathinda as the Internal Auditors of the Company. Further, after closure of the financial year 2022-23, M/s Mohan & Mohan, Chartered accountants (FRN 002612N), Bathinda have been re-appointed as Internal Auditors for Financial Year 2023-24.

## **DIRECTORS AND OFFICERS INSURANCE (D & O)**

As per the requirements of Regulation 25 (10) of the SEBI Listing Regulations, applicable to the Company being covered under top 1000 companies based on their market capitalization as at 31<sup>st</sup> March, 2023, the Company has taken Directors and Officers Insurance Policy (D & O) w.e.f. Financial Year 2022-23, for all of its Directors with a quantum and coverage as approved by Board of Directors.

## **LISTING OF SECURITIES**

The securities (Equity Shares) of the Company are listed at both BSE Ltd. (BSE) and National Stock Exchange (NSE). The Company has paid the listing fees to the BSE and NSE up to the financial year 2023-24.

## INDUSTRIAL RELATIONS

The industrial relations remained very cordial and responsive during the year under review.

## DISCLOSURE OF COMPLAINTS OF SEXUAL HARRASMENT, CHILD LABOUR ETC.

The Company's Policy on Prevention of Sexual Harassment at workplace is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (Prevention of Sexual Harassment of Women at Workplace Act) and Rules framed there under. Internal Complaints Committees have also been set up to redress complaints received regarding sexual harassment.

The Company is committed to providing a safe and conducive work environment to all of its employees and associates. The following is a summary of sexual harassment complaints received and disposed off during the year 2022-23:

Sr. No.	Category	No. of complaints during financial year 2022-23	No. of complaints pending as at end of year 2022-23
1	Child labour / forced labour / involuntary labour	The Company does not hire Child Labour, Forced Labour or involuntary Labour (No Case Reported)	Not Applicable
2	Sexual Harassment	No reported case	Not Applicable
3	Discriminatory Employment	No reported case	Not Applicable

## STATEMENT AS TO INTERNAL COMPLAINTS COMMITTEE

In terms of Companies (Accounts) Amendment Rules, 2018, it is hereby stated that the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## STATEMENT ON COMPLIANCE WITH APPLICABLE SECRETARIAL STANDARDS

It is hereby stated that the Company has duly complied with applicable Secretarial Standards for the year 2022-23.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per requirement of Section 135 of the Companies Act, 2013 read with Schedule VII of the said Act and further read with Companies (Corporate Social Responsibility) Rules, 2014, the Company has a duly constituted "Corporate Social Responsibility Committee" consisting of following persons as Members/ Chairman:

Sr. No.	Name of Director	Designation
1	Mr. Parampal Singh Bal	Chairman (Non-Executive and Independent Director)
2	Mr. Ramesh Chander Nayyar	Member (Non-Executive and Independent Director)
3	Mrs. Neerja Jain	Member ((Non-Executive and Independent Director)
4	Mr. Sat Narain Goyal	Member (Whole Time Director)

During the year 2022-23, the Company had identified certain projects/activities on which the CSR expenditure for the financial year was made. The activities included measures for reducing inequalities faced by socially and economically backward groups- slum re-development or EWS housing, promoting education and health care including preventive health care, facilities for senior citizens, Rural Development, animal welfare etc. Details about the CSR policy and initiatives taken by the Company during the year are available on your company's website [www.bcl.ind.in](http://www.bcl.ind.in). The Report on CSR activities is given in Annexure- C forming part of this Report.

The Company has spent more than the CSR expenditure required to be made on CSR Activities under Section 135 of the Companies Act, 2013 read with relevant Rules thereto. The Company is endeavored to ensure full utilization of the allocated CSR budget.

## GRATUITY

The provision for gratuity has been made as provided under the Payment of Gratuity Act, 1972 on the basis of Actuarial Valuation.

## PARTICULARS OF THE EMPLOYEES

The provisions of Rule 5(2) & 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees in receipt of remuneration in excess of R 8.5 lakhs per month or R 1.02 Crores per year to be disclosed in the Report of Board of Directors are not applicable to the Company as none of the employees was in receipt of remuneration in excess of the specified amounts. So, this information is NIL.

The information and other details required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is given in the Statement annexed herewith at Annexure- D forming part of this Report.

## RISK MANAGEMENT

The Company believes that managing risks helps in maximizing returns. A risk management framework has been developed and implemented by the Company for identification of elements of risk whether external or internal risks if any, which in opinion of Board may specifically face by the Company and may threaten the existence of the Company. It aims to identify commodity prices, Price fluctuation of raw material and finished goods, Credit Risks, inflation, financial, operational, sectoral, sustainability (particularly ESG related risks), information, Cyber security risks, Strategic Risks, etc. The effectiveness of risk management framework and system is periodically reviewed by Board of Directors of the Company. However, in the opinion of Board, none of the above-mentioned risks threaten the existence of the Company.

## INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has designed and implemented a process driven framework for Internal Financial Controls. For the year ended on March 31, 2023, the Board is of the opinion that the Company has sound Internal Financial Controls commensurate with the size, scale, and complexity of its business operations. During the year, such controls were tested and no material weakness in their operating effectiveness was observed. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and/ or improved controls whenever the effect of such gaps would have a material effect on the Company's operations.

## CAUTIONARY STATEMENT

Statements in this report, describing the Company's objectives, expectations and/or anticipations may be forward looking within the meaning of applicable Securities Law and Regulations. Actual results may differ materially from those stated in the statement. Important factors that could influence the Company's operations include global and domestic supply and demand conditions affecting selling prices of finished goods, availability of inputs and their prices, changes in the Government policies, regulations, tax laws, economic developments within the country and outside and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of the forward- looking statements, which may undergo changes in future on the basis of subsequent developments, information, or events.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the Section 134 (5) of the Companies Act, 2013 the Board of Directors of the Company confirms that:

In the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards and Ind AS had been followed and there were no material departures;

The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year as at March 31, 2023 and of the profit and loss of the Company for that period;

The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

The Directors had prepared the annual accounts on a going concern basis;

The Directors, in the case of a listed Company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## DECLARATION REGARDING CODE OF CONDUCT

Directors, Key Managerial Personnel, and Senior Management of the Company have confirmed compliance with the Code of Conduct applicable to the Directors and employees of the Company and the declaration in this regard made by CFO and the Mg. Director of the Company forms part of this Annual Report. The said code is available at the Company's website i.e., [www.bcl.ind.in](http://www.bcl.ind.in).

## ACKNOWLEDGEMENTS

The Board of Directors place on record sincere gratitude and appreciation for all the employees at all levels for their hard work, solidarity, cooperation, and dedication during the year.

The Board conveys its appreciation for its customers, shareholders, suppliers as well as vendors, bankers, business associates, regulatory and government authorities for their continued support.

**For and on behalf of the Board of Directors**

**(RAJINDER MITTAL)**

Managing Director  
DIN: 00033082

**(SAT NARAIN GOYAL)**

Whole Time Director  
DIN: 00050643



# Annexure - A : To the Directors' Report

## Management Discussion and Analysis

### Global economic review

Geopolitical uncertainty pushed inflation to an unprecedented level at the beginning of the year. In the last few quarters, inflation has been perceived to be stabilising, indicating a positive outlook.

The global economy appears poised for a gradual recovery from the powerful blows of the pandemic and Russia-Ukraine war. The global economic output is expected to witness steady growth, driven by stabilising inflationary pressures, reviving consumer sentiment and investor confidence. The employment scenario in the US and other advanced economies has recovered from pandemic levels and rising disposable income is also likely to support growth in the coming years.

Emerging and developing countries are also witnessing growth across multiple sectors, powered by government focus on infrastructure and manufacturing sectors. China has also recovered from the COVID impact on its economy and industries and is on the mend.

Central banks' monetary policies are expected to bear fruit, leading to a decline in global inflation from \*8.7% in CY22 to 7.0% in CY23 to 4.9% in CY24. It is anticipated that the pent-up demand in numerous economies, along with a significant reduction in inflation, will contribute to accelerated economic growth in CY23.

[\*Source: IMF World Economic Outlook, April 2023].

### Outlook

Despite inflationary pressures, the global economy is supported by a robust labor market, increased domestic spending, an influx of foreign capital and a prudent response to the energy crisis in Europe.

Many emerging markets and economies (EMDEs) have already recovered, which has bolstered real incomes. An optimistic global outlook would also be determined by the speed and effectiveness of fiscal and monetary policy actions implemented to boost economic expansion. The central banks have been tightening monetary policy, which is expected to curb sticky inflation and foster long-term growth.

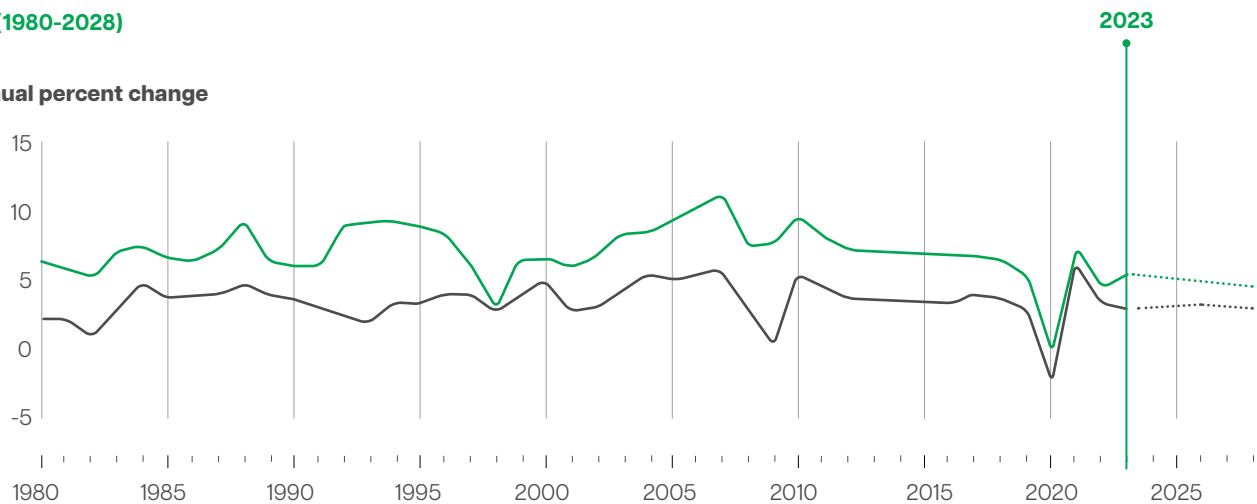
A stronger boost from pent-up demand in numerous economies or a faster fall in inflation is likely in the course of 2023. The governments and central banks of the world are expected to play a major role in accelerating economic growth through targeted, need-based measures.

### Indian economic review

The Indian government has managed to maintain a favorable domestic policy environment and prioritise structural reforms, allowing the country's economy to remain resilient amid global challenges. Projections indicate that India's economy will continue to progress and expand at a rate of 7.2% during the fiscal year 2022-23.

### TREND (1980-2028)

Annual percent change

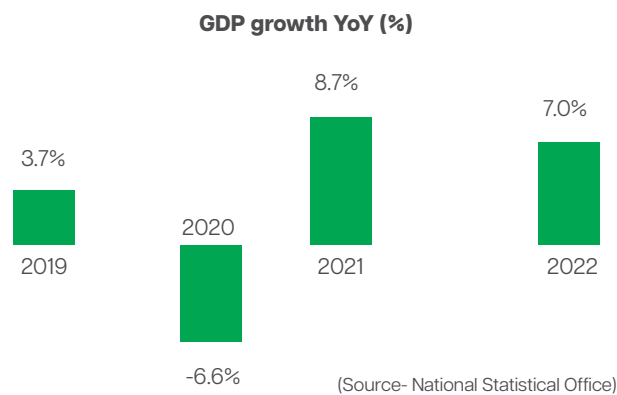


Additionally, the country's stable inflation rates, higher disposable income and continued investment in infrastructure development are expected to contribute positively to economic growth in the future.

Various high-frequency indicators, such as GST collections, railway and air traffic, electronic toll collections and E- Way bill volume, suggest a robust economic recovery in India. This persistent growth momentum has positioned India as an attractive investment destination. Moreover, India is expected to retain its status as the fastest-growing G-20 nation in the coming years. India's presidency of the G20 Summit in 2023 has also bolstered its international stature.

Despite the challenges, the Indian government's prudent initiatives, such as the PM Gati Shakti - National Master Plan, the National Monetisation Plan (NMP) and the Production-Linked Incentive (PLI), have been instrumental in fostering economic growth. The Reserve Bank of India (RBI) has also taken prudent and proactive measures to ensure financial stability and address liquidity constraints. These factors have contributed to the Indian economy's resilience and stimulated substantial investments.

In response to monetary policy actions by the RBI, together with other supply side measures, headline CPI inflation has gradually declined from its peak of 7.8% in April 2022 to 5.7% in March 2023 and is projected to moderate further to 5.2% in Q4, 2023-24.



## Outlook

Despite global challenges, India's economic activity has remained robust due to a favorable domestic policy environment and the Government's continued emphasis on structural reforms.

India is expected to be among the fastest growing major economies of the world in 2023-24, accounting for 15% of global growth—the second largest contribution, and higher than that of the US and EU put together.

A combination of rising disposable income, easy access to credit and lowering interest rates in the wake of a stabilising inflation trajectory will bode well for economic growth of the country, going forward.

## Industry overview

### FMCG

The FMCG market is rapidly expanding. The nature of demand and supply in the market is undergoing shifts. Consumers are becoming more demanding and prepared to spend more on quality rather than quantity. Rising disposable income, changing lifestyles, and a rise in packaged food consumption are likely to support robust growth in the Indian FMCG sector in the coming years. It is also one of the most attractive sectors for investors as it has high growth potential with low competition.

No FMCG player can afford to ignore India, which is mostly inhabited by middle-class families and has an average age of 28.2 years. This industry has also benefited from government efforts to improve its contribution to GDP.

In the fiscal year 2022-23, sales of everyday necessities, food, and home and personal care products increased by 8%, whilst sales of electronic devices increased by 25%.<sup>1</sup> The industry is set to achieve a valuation of over \$15 trillion by 2025. The registered CAGR is 5.4% from 2018 to 2025.<sup>2</sup>

<sup>1</sup><https://economictimes.indiatimes.com/industry/cons-products/fmcg/sales-of-fmcg-products-up-8-electronics-grow-25-in-fy23/articleshow/99226147.cms?from=mdr>

<sup>2</sup><https://www.forbes.com/sites/forbestechcouncil/2023/01/10/mobile-apps-in-the-fmcg-industry-leveraging-the-benefits-and-understanding-the-challenges/?sh=289349b25142>

We know that demand for FMCG items is influenced by both rural and urban markets. Rural markets, which account for around 35% of FMCG industry sales, are exhibiting signs of revival as a result of optimistic winter crop planting, indicators of higher farm revenue, and continuous government stimulus.

Initiatives taken by the government to improve the sector:

- In 2022, Government announced that food processing industry has invested Rs. 4,900 crore (US\$ 593 million) so far under the PLI scheme which was approved in March 2021, with a budget outlay of Rs. 10,900 crore (US\$ 1.3 billion), likely to increase sales and exports of food products.<sup>3</sup>
- As many big firms redesign their operations into larger logistics and warehouses, GST is projected to convert logistics in the FMCG sector into a contemporary and efficient model.
- The NITI Aayog has set aside Rs. 1,000 crore (US\$ 120.7 million) for SETU to construct incubation centres and promote skill development to support the nation's startup ecosystem while improving the ease of doing business..

A combination of rising income and stronger aspirations has led to an increase in rural consumption. Branded items are becoming increasingly popular in rural India. On the other hand, as the unorganised market's proportion of the FMCG sector declines, the growth of the organised sector is expected to accelerate due to increased levels of brand consciousness, which will be bolstered by the expansion of modern retail. The growing young population, particularly in urban areas, is a major factor boosting India's demand for culinary services.

## Distillery Industry

### Global scenario

The world's population is expected to reach 10 billion by 2050. As the population develops, so does the demand for alcoholic beverages. Crop output, farming pursuits, and commerce volumes will need to increase to support the expanding population. As a consequence, companies in this market should benefit from rising consumer demand for items created by distilleries, which generate spirits, throughout the projected period.

The worldwide spirits market expanded from \$143.48 billion in 2022 to \$153.33 billion in 2023, with a compound annual growth rate (CAGR) of 6.9%. The Russia-Ukraine crisis has, at least momentarily, impeded the likelihood of a COVID-19-related global economic rebound. Economic sanctions on a number of countries, a rise in commodity prices, and disruptions in the supply chain as a result of the war between these two countries have led to inflation in the cost of products and services, affecting many markets throughout the world. The worldwide spirits market is expected to reach \$193.02 billion in 2027 at a CAGR of 5.9%.<sup>5</sup>

The European alcoholic beverage market is divided into Germany, France, Italy, the United Kingdom, Russia, and the rest of Europe, with demand and consumption expanding at a rapid pace. The evolving eating and drinking habits and lifestyles of millennials with significant disposable income are the primary drivers of this increase in demand for alcoholic beverages.

### Indian scenario

Growth in the Indian alcoholic beverage business has accelerated as a result of innovation during the previous five years. With an expected market size of \$52.5 billion in 2020, India is one of the world's fastest-growing markets for alcoholic drinks. IMFL controls the Indian alcoholic beverage market. Country spirits, which are especially popular in India's northern regions, are the country's second most popular alcoholic beverage.

Alcohol imports to India jumped 54% in FY23. (April-January). Other types of cheese, fruits like tangerines, raspberries, blueberries, and other fruit categories like dragon fruits were up 26% compared to the previous year because alcoholic beverages are primarily a fermented form of the sugars in berries, grains, fruits, and other ingredients that primarily contain ethyl/ethanol alcohol.

<sup>3</sup><https://economictimes.indiatimes.com/industry/cons-products/food/food-processing-industry-invests-rs-4900-crore-under-pli-scheme-so-far-government/articleshow/96603206.cms?from=mdr>

<sup>4</sup><https://www.pib.gov.in/PressReleasePage.aspx?PRID=1847275>

<sup>5</sup><https://www.thebusinessresearchcompany.com/report/spirits-global-market-report>

## Ethanol in India

1016 crore litres by 2025. As a result, the value of the ethanol business would more than double, from over 9,000 crore to over 50,000 crore. It is predicted that 165 LMT of excess grain would be used yearly beginning in 2025 to generate ethanol, resulting in a payout to farmers of around 42,000 crore. Beginning in 2023, the government intends to offer new vehicles that can operate on E20 gasoline, followed by flex fuel vehicles in 2024.<sup>6</sup>

In an effort to lessen its reliance on imported crude oil and achieve the target of net zero by 2070, the Indian government is encouraging domestic distilleries to generate ethanol for oil marketing companies (OMCs). It is anticipated that ethanol output will expand by three to five times in the future to fulfill the demand for its 20% Ethanol Blending Programme (EBP).

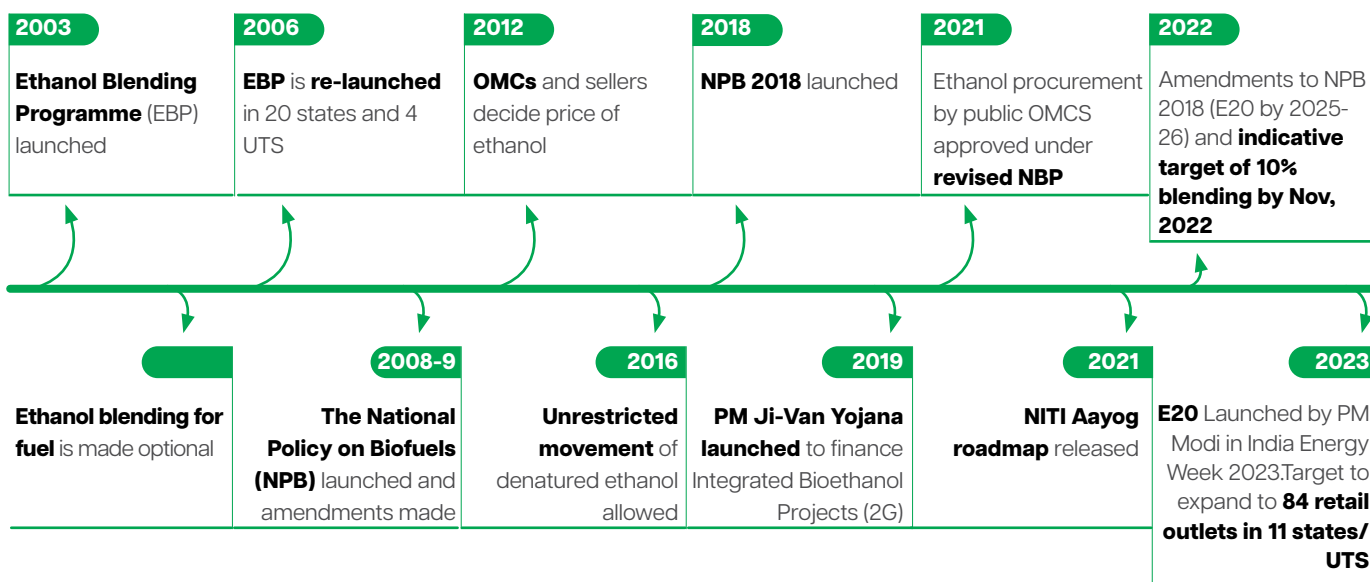
## Ethanol Blended Petrol Programme

Ethanol is an agro-based substance derived mostly from molasses, a by-product of sugar processing. During years of surplus sugarcane production and low prices, the Department of Food and Public Distribution (DFPD) announced a scheme on July 19<sup>th</sup>, 2018 to provide financial assistance to sugar mills for the expansion and augmentation of ethanol production capacity in order to meet the ethanol distillation capacity restriction. The Ethanol Blending Programme (EBP) aims to accomplish ethanol-motor spirit blending in order to reduce pollution, preserve foreign exchange, and boost value addition in the sugar business, allowing farmers to erase cane price arrears.

The constraint of available ethanol distilling capacity was identified as one of the actionable areas in order to achieve 10% ethanol blending in gasoline by 2021-22 and 20% by 2030. In an effort to boost available feedstock alternatives and meet blending criteria, India has allowed the removal of extra stocks of rice and maize from state inventories. The Centre has broadened the scope of the Ethanol Blended Petrol (EBP) initiative to cover the extraction of fuel from surplus maize, jawar, bajra, and fruit/vegetable waste. Furthermore, the Centre has said that the cost of ethanol produced from destroyed grains will increase.

Ethanol blending plans received a major boost after India introduced the National Policy on Biofuels (NPB) 2018. In accordance with the revised policy, the target of achieving E10 was originally set for the year 2021-22, while the target for E20 was established for the year 2030. However, on World Environment Day in 2021, the Prime Minister declared the advancement of the E20 target to the year 2025-26 (as reported by the Press Information Bureau in 2021). Subsequently, in June 2022, the Government of India introduced amendments to the National Policy on Biofuels (as reported by the Press Information Bureau in 2022).

## Evolution of the ethanol policy



<sup>6</sup>[https://mopng.gov.in/files/uploads/BPCL\\_Ethanol\\_Booklet\\_2023.pdf](https://mopng.gov.in/files/uploads/BPCL_Ethanol_Booklet_2023.pdf)

## Growth Drivers

India is a youthful country, with an average age of 28.2 years and the majority of the people of drinking age. Alcoholic beverage consumption has consistently increased throughout the years, and this trend is projected to continue in the future. The Company may capitalise on this trend by extending its production capacity and product offerings to match the growing demand, and because of strong discretionary income, there has been a continual growth in high quality and premium spirits in recent trends.

The distillery sector is always changing, with new technology and ideas being launched on a regular basis. BCL Industries can keep ahead of the competition by investing in R&D and using innovative technologies that increase efficiency and product quality.

### Edible oil industry

#### Global scenario

The market for edible oils is anticipated to grow at a CAGR of 4.8% from 2022 to 2027, from USD 212.6 billion to USD 268.9 billion. The global consumption of processed foods is increasing as a result of changing lifestyles and rising population levels. Edible oils are an important component of processed foods. Moreover, the relevance of edible oils in taste enhancement has expanded with the continuing study and development of innovative goods such as confectionery and bakery items, ready-to-eat foods, and fast foods. A significant demand for edible oils is being driven in part by the rapidly changing food processing industry during the study period.<sup>7</sup>

The micro encapsulation process is a prominent technology that is progressively being adopted by the expanding food sector. According to a 2019 study from the Federal University of Santa Catarina in Brazil, oil encapsulation in the food business can increase the spectrum of its applications and avoid or lessen oxidation processes.

Oil encapsulation improves the flavor retention, shelf life, antioxidation, and storage time of processed food products. The encapsulation of edible oils is gradually gaining popularity in the global food industry due to its advantages in a variety of food applications, which is assisting in the growth of the edible oils market.

#### Indian scenario

People's growing health concerns have raised edible oil consumption across Asia-Pacific, particularly in China, India, Vietnam, and Indonesia, where edible oil consumption is highest. Moreover, the rising health concerns among consumers lead to the usage of fish oil as a nutritional supplement in developed countries such as Japan and Australia. Olive oil, in particular, has the highest growth rate due to its health benefits. From November to March, India's edible oil imports increased by 8%, from 10.51 lakh tonne to 11.35 lakh tonne, owing to a significant increase in the import of crude palm and refined palm oils. The total import of vegetable oils for the first five months of the oil year 2022-23 increased by 22% to 70.60 lakh tonnes, up from 57.95 lakh tonnes in the same time the previous year.

## Growth drivers

With rising health and wellness concerns, there is a greater need for better cooking oils. Consumers are increasingly interested in oils that are low in saturated fats, rich in unsaturated fats, and high in vitamins and antioxidants. Furthermore, rising population and urbanisation have increased demand for edible oils, as more people consume processed meals and dine out. This has resulted in an increase in the demand for cooking oils for commercial purposes, such as restaurants and food processing companies.

### Outlook

The worldwide cooking oil market is being driven by strong demand for organic health-based goods, increased consumption of premium edible/cooking oils by health-conscious consumers, and rising demand from diverse applications such as confectionery, notably in the manufacturing of sweets. Furthermore, refined coconut oil and olive oil are being utilised more frequently in various baking applications since they have a bland flavor and help the product preserve its unique essence. The growing use of vegetable oil in emerging economies such as China and India is driving the global vegetable oil industry.

#### Real estate

Over the last few decades, India's real estate business has seen substantial expansion and transformation. India, with a population of over 1.3 billion people, has a high demand for residential and commercial real estate. The industry has grown to be a significant contributor to the country's economy, with strong ties to other industries including as construction, banking, and insurance.

<sup>7</sup><https://www.marketsandmarketsblog.com/edible-oils-market-size-share-growth-trends-by-2027.html>

The commercial real estate industry in India is also expanding fast, with factors such as economic development, foreign investment, and the expansion of e-commerce driving demand for office and retail space. Major foreign corporations have been investing in India, increasing demand for office space. With the expansion of organised retail and shopping malls, retail space is also in high demand. The Indian real estate business is highly regulated, with government policies and regulations affecting the sector in a variety of ways. The Real Estate (Regulation and Development) Act of 2016 (RERA), for example, has increased openness and accountability in the sector by requiring developers to register their projects and adhere to strict timelines for completion.

The government has introduced several initiatives to boost the sector, such as the Pradhan Mantri Awas Yojana (PMAY) aimed at increasing affordable housing, and the Smart Cities Mission aimed at developing sustainable and liveable cities.

## Company overview

### About the company

BCL Industries Ltd is one of the largest agro processing companies in North India with business interests in Edible oils, Rice Milling, Grain Based Distillery and Real Estate. The company is listed on both NSE and BSE and is ranked 965 in the list of top 1000 largest companies in India in terms of market cap as on 31<sup>st</sup> March 2023. The company has one of the largest, vertically integrated, edible oil unit with a total management experience of more than four decades in agro based industries.

Born to a humble background, BCL Industries Ltd was started by late Shri Dwarka Dass Mittal. He started with a small solvent extraction plant which extracted rice bran oil and the company was then pioneer in manufacturing human grade rice bran refined oil. Mr. Rajinder Mittal, Managing Director of the Company joined the business at a very young age of 21 years and ever since has been at the helm of the company which has grown manifold since his joining of business. The management has vast experience of agriculture and are avid farmers themselves which helps them in understanding the farming patterns in the region along with farmer issues which has helped them in growing.

Mr. Kushal Mittal, Jt. Managing Director and 3<sup>rd</sup> generation of the Promoter Family has been very active in taking the Company to newer heights ever since he has joined the Company. The Company is getting immensely benefitted from his expertise in managing finances, fund management, project financing, cost management and administration. He Has been contributing extensively and providing necessary directions and advice in finance, cost management and other investments and products additions related matters.

### Highlights of the FY 2022-23

After the successful financial year 2021-2022, BCL Industries has transformed itself into an Rs. 20,000 Million business empire under the expert stewardship of Mr Rajinder Mittal, Mg. Director.

- As of 31<sup>st</sup> March, 2023, the Company's market capitalisation stood at a staggering Rs. 9533 Mn.
- The Company's consolidated revenue for the fiscal 2022-23 stood at Rs. 18266 Mn.
- The EBITDA for the fiscal 2022-23 stood at Rs. 1303 Mn.
- The Profit after tax stood at Rs. 644 Mn in 2022-23.

### Performance review

During the year under review, the total revenue of the Company stood at 18266 Mn. as against 20012 Mn. in the previous year. The drop in the revenue is mainly attributable to the steep fall in the Global edible oil prices. The Company has earned a Net Profit after Tax of 644 Mn. as against 848 Mn. in the previous year. Earnings Per Share of the Company for the current year 2022-23 has been Rs. 26.59 per share as against Rs. 35.10 per share.

The Company has had its highest turnover and profitability since its inception. The directors worked relentlessly to enhance the company's financial performance, and the company's financial results reflect that they were successful.

### Standalone performance highlights of the industry:

#### Edible oil and vanaspati

- The edible oil business accounted for 66.23% of the revenue in 2022-23.
- Revenues from edible oil business stood at Rs. 11192 Mn for 2022-23 as compared to Rs. 15160 Mn for year 2021-22.

- EBITDA of edible oil and vanaspati segment stood at Rs. 304 Mn as against Rs. 621 Mn for the year 2021-22.

### Product basket

- Vanaspati ghee
- Refined oil
- Expelling oil from oil seeds
- Solvent extraction of oils from oil cakes
- De-oiled cakes
- Basmati and par-boiled rice manufacturing facility

Our manufacturing plant is located at Hazi Rattan Road, Bathinda, Punjab, with a capacity of processing 200 metric tonnes per day.

### Management outlook for the edible oil segment:

- Government has taken several initiatives to boost the edible oil sector because of the emerging growth drivers.
- The Company has stopped contract manufacturing for MNCs because its own brands, Homecook are still in high demand.

### Distillery

- The Distillery business contributed 40% to the total revenue in 2022-23.
- Revenues from the Distillery segment stood at Rs. 6110 Mn as compared to Rs. 3453 Mn for previous year 2021-22.
- EBITDA of Distillery segment for the year 2022-23 was Rs. 962 Mn as compared to Rs. 809 Mn for previous year 2021-22.
- Produced 29389 KL of ENA and 67400 KL of Ethanol in year 2022-23 as compared to 31711 KL of ENA and 42075 KL of Ethanol in year 2021-22.

### Distillery Business Highlights:

With the company's state of the art fully integrated, multi-feedstock and modern plants located at Punjab and West Bengal, BCL has an installed capacity of 600 kilo litres per day with expansion plans up to 850 KLPD. The distillery segment has best in class machineries and state of the art infrastructure which makes it a zero discharge and energy efficient sustainable business model, setting an example for efficient water management and effluent management processes. The Company can run its units on multiple raw materials like rice, maize, millets depending upon the availability of the same. The plant setup has been done in a way that the production of ENA and Ethanol can be controlled as per the requirement and the switch from ENA to Ethanol and vice versa can be done in no time which is an USP of BCL, which most of the distillers in the country do not have presently. Both Distilleries of the Company have ample land bank, steam and power for future expansion requirements whenever the Company decides to do so. Considering the Govt. of India Policy to go for higher mixing of ethanol in Petrol, the expansion opportunity for the Company is huge in the ethanol production sector.

### Management outlook for the Distillery segment:

#### Bathinda Expansion:

BCL distillery unit at Bathinda continues to operate at 100% capacity utilization with good demand for both ENA and Ethanol. To combat inflation in fuel prices the company has commissioned its paddy straw based 10 MW power plant in the 2<sup>nd</sup> half of May 23. The company expects this power plant to bring down the fuel cost for distillery segment moving forward. The company also commissioned its 200 KLPD expansion at Bathinda in the month of June 23. This should have positive impact on Company financials moving forward.

#### West Bengal Expansion:

To capitalize on the ENA supply demand deficit scenario of North-Eastern India, BCL installed 200 KLPD state of the-art ENA plant at Kharagpur, under its subsidiary M/s. Svaksha Distillery Limited. After stabilizing the operations of 200 KLPD production capacity in phase 1, Company started phase 2 wherein additional capacity of 100 KLPD is being installed. The company expects to commission this expansion by Dec 23 with a project cost of around 95 cr.

BCL Industries has plans to take up the total group distillery capacity to 850 KLPD over the next two years.

### Key parameters giving competitive edge to the distillery segment of the Company:

<b>Expertise</b>	<p>The Company is into agriculture-based business for last 40 years, which gives it a natural experience/expertise of buying the raw materials, prices of which are quite volatile in nature, at best possible prices.</p> <p>The distillery segment has best in class machineries and state of the art infrastructure which makes it a zero discharge and energy efficient sustainable business model.</p>
<b>Flexibility</b>	<p>The Company can run its units on multiple raw materials like rice, maize, millets depending upon the availability of the same. The plant setup has been done in a way that the production of ENA and Ethanol can be controlled as per the requirement and the switchover time from ENA to Ethanol and vice versa can be done in no time which is an USP of the Company which most of the distillers of the Country do not have presently.</p>
<b>Cost effective</b>	<p>The Company has been into rice milling business for last 4 decades which gives it an edge over its competitors to procure raw materials at the most economical price and over and above the power generation unit of the Company runs on rice straw which is the cheapest raw material to run the boiler of a power plant. The alcohol recovery of our plants is also an industry benchmark.</p>
<b>Scalability</b>	<p>Both Distilleries of the Company has ample land bank, steam and power for future expansion requirements whenever the Company decides to do so. Considering the Govt. of India Policy to go for higher mixing of ethanol in Petrol, the expansion opportunity for the Company is huge in the ethanol production sector.</p>
<b>Competitive Advantage</b>	<p>Both Distilleries of the Company has been strategically located in the rice belts where there is no dearth in the availability of raw materials throughout the year at the most economical prices and low transportation cost.</p>

### Real Estate

- Real Estate segment contributed to 1% of the revenue for the year 2022-23.
- Revenues from this segment stood at Rs. 130Mn in year 2022-23 as compared to Rs. 99 Mn in year 2021-22.
- BCL will be continuing to liquidate inventory from both the projects such as Ganpati Estates, the township project and DD Mittal City Project, the mid segment housing project, every year.

### Management outlook for the real estate segment:

In its attempt to reduce the financial burden of the company, BCL has continued to utilize revenues from its real estate sales to liquidate the debts which is visible in the YOY results.

### Opportunities and threats

The Company operates in a very dynamic environment, and it is vital for the Company to raise the rate of growth on a daily basis in order to maintain a strong position in the edible oil, Vanaspati, and real estate industries, as well as to increase attention on the range of goods. To maintain its competitive advantage in terms of value and quality ratio, the Company must keep a close eye on the competitors.

The following factors also contribute to the Company's success.

- When it comes to the opportunities that the sector provides, there is a lot of room for growth. Growing health consciousness, increased disposable income, and changing eating patterns are likely to drive demand for agro-based goods such as edible oils and specialty fats. This provides the Company with a chance to broaden its product offering and enhance its market share. Not only that, but there is a rising need for sustainable practices across industries, including the agro-based goods market. The company's dedication to sustainable practices such as biodiesel generation and waste reduction positions it as a leader in this field and may attract environmentally sensitive clients.

Technological advancements such as automation and artificial intelligence can help companies streamline their operations, reduce costs, and increase efficiency. The Company can leverage technology to improve its manufacturing processes, enhance quality control, and develop innovative products that meet customer needs.

- If there are possibilities, there will inevitably be risks. When it comes to agricultural products, there are numerous established businesses as well as new comers. The company risks losing market share to competitors that provide comparable or better items at lower prices or with better customer service. Price fluctuation is another aspect that threatens the organisation. The cost of raw materials utilised in the production process, such as seeds and oilseeds, fluctuate owing to a variety of reasons, including weather, transportation, and geopolitical difficulties. This has the potential to have an influence on the company's profitability and financial performance.



## Financial review

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the year, the significant changes in the financial ratios of the Company, which are more than 25% as compared to the previous year, are summarized below:

Key ratios	2022-23	2021-22	% change	Reasons, if change is more than 25%
Debtors Turnover Ratio	1.40	1.40	0.00	NA
Inventory Turnover Ratio	6.72	8.96	-25%	NA
Interest Coverage Ratio	7.18	8.51	-15.62%	NA
Current Ratio	1.82	1.84	-1.09%	NA
Debt Equity Ratio	0.33	0.17	94.11%	Increase due to raising fresh Term Loan of Rs. 120.00 Cr for installation of Expansion of 200 KLPD ethanol unit.
Operating Profit Margin	4.00	5.27	-24.10%	NA
Net Profit Margin	4.41	4.27	3.28%	NA
EPS (Diluted) Rs.	29.85	35.22	-15.24%	NA
Price Earnings Ratio	13.22	12.67	4.34%	NA
Return on Investment	11.68	10.03	16.45%	NA

## Accounting treatment

The Financial Statements of the Company for the year under review have been prepared in accordance with Indian Accounting standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and subsequent amendments.

Particulars	Standalone		Consolidated	
	Current Year 2022-23	Previous Year 2021-22	Current Year 2022-23	Previous Year 2021-22
Revenue from Operations	163309.62	199306.87	181991.70	199306.85
Other Income	662.26	811.21	671.46	811.78
<b>Total Income</b>	<b>163971.88</b>	<b>200118.08</b>	<b>182663.16</b>	<b>200118.63</b>
Profit before Depreciation, Finance Cost and Tax Expense	11894	14580.18	13027.58	14569.84
<b>Less: Depreciation</b>	1545.84	1454.24	2495.17	1468.10
<b>Less: Finance Cost</b>	726.87	1763.33	1983.42	1766.29
<b>Profit before Tax</b>	<b>9621.29</b>	<b>11362.61</b>	<b>8548.99</b>	<b>11335.45</b>
<b>(Less): Current Tax</b>	(2450.00)	(3000.00)	(2450.00)	(3000.00)
<b>Add/(Less): Deferred Tax</b>	37.53	141.92	336.46	141.92
<b>Less: Prior period items</b>	-	-	-	-
<b>Profit for the year</b>	<b>7208.82</b>	<b>8504.54</b>	<b>6435.45</b>	<b>8477.37</b>
<b>Other Comprehensive Income/(Loss)</b>	129.49	104.40	129.49	104.40
<b>Total Comprehensive Income</b>	<b>7338.31</b>	<b>8608.94</b>	<b>6564.94</b>	<b>8581.78</b>
<b>Earnings Per Share</b>				
Basic	29.85	35.22	27.45	35.10
Diluted	28.92	35.22	26.59	35.10

## Risks, Threats and Risk Management

### Market risk

The Company operates in a highly competitive market where prices are subject to fluctuation. To manage market risk, the Company employs various strategies, such as diversification of its product portfolio, establishing long-term customer relationships, and monitoring market trends and price movements.

### Operational risk

The manufacturing process of the Company involves several operational risks, including production failures, equipment breakdowns, and supply chain disruptions. To mitigate these risks, the Company has implemented various measures such as maintenance and repair of equipment, establishing backup suppliers, and having contingency plans in place.

### Financial risk

The Company is exposed to various financial risks such as foreign exchange risk, interest rate risk, and credit risk. To manage these risks, the Company has implemented various strategies such as hedging against currency fluctuations, diversifying its funding sources, and monitoring credit risk exposure.

### Compliance risk

The Company operates in a regulated industry and must comply with various laws and regulations related to environmental sustainability, health and safety, and employment practices. To manage compliance risk, the Company has established policies and procedures to ensure compliance with relevant laws and regulations, conducts regular audits and assessments, and provides training and awareness programmes for employees.

### Reputation risk

The Company's reputation is essential for its success and growth. The Company faces various reputation risks such as product recalls, ethical misconduct, and environmental issues. To manage reputation risk, the Company has established a Code of Conduct. It also promotes transparency and ethical behavior, and invests in sustainable practices that align with the Company's values and objectives.

## Developments on human resources and industrial relations

The Company places a high value on human resource development and the maintenance of positive labor relations. During the evaluation period, industrial relations were friendly, with no interruptions to production activity. During the review period, further appointments were made, and employees' pay received yearly raises. The Company has [] employees on its payroll as of March 31, 2023.

The Company considers its people as its most significant resource. The Company's primary focus is to ensure their holistic well-being. To ensure the Company's success, it ensures that initiatives for employee training and development, safety and healthcare, communication, and diversity and inclusion are implemented.

The Company ensures that each and every employee at BCL contributes and gives his/her best in the organisation. The Company has a full-fledged manual on HR policies, which underpins and brings together the various codes of practices relating to specific aspects of Human Resources.

HR is a very dynamic function and it needs to adapt to the changing business needs of the organisation. Consequently, the manual offers the fundamental rules to direct HR initiatives in the organisation and might not offer comprehensive solutions to the issues that recur on a regular basis.

### Objectives of HR

- The primary objective of HR is to attract and retain talented employees who can contribute to the organisation's success.
- Another key objective of HR is to support the professional and personal development of employees. This involves providing training and development opportunities, coaching and mentoring, and career development programmes that help employees build new skills, take on new responsibilities, and advance their careers.

- HR also has an important role in ensuring the organisation complies with relevant laws and regulations related to employment, health and safety, and data protection. This involves implementing policies and procedures that mitigate risks, conducting audits and assessments, and ensuring that all employees are aware of their responsibilities and obligations.

**Initiatives undertaken to achieve these goals:**

- Employee performance was used as the basis for the Company's quarterly and half-yearly trainee appraisals, which promoted employee advancement by filling positions internally.
- Auditing procedures for the Company helps in getting information about the deviations from the standard.
- Regular training sessions for the employees.

**Internal control systems and their adequacy**

The Company has evolved a system of internal controls commensurate with its size and scale of operations, to ensure that the assets are safeguarded and transactions are authorised, recorded and correctly reported. The internal control system is supplemented by management reviews and independent periodical reviews by the outside chartered accountancy firms, which evaluate the functioning and quality of internal controls and provides assurance of its adequacy and effectiveness. The scope of internal audit covers a wide variety of operational methods and, as a minimum, ensures compliance with specified standards with regard to availability and suitability of policies and procedures, extent of adherence, reliability of management information system and authorisation procedures including steps for safeguarding of assets. The reports of internal audit are placed before Audit Committee of the Directors. The Audit Committee reviews such audit findings and the adequacy of internal control systems. The Statutory Auditors and the Internal Auditors of the Company also interact with the Audit Committee to share their findings and the status of corrective actions under implementation.

**Management Outlook on Risk Mitigation process and measures:**

The management has in place a process to set objectives by all the concerned departments and that the chosen objectives support and align with the company's vision & mission and are consistent with its risk tolerance.

**RISK MITIGATION PROCESS**

- 1. Risk Identification:** Risk Identification is obligatory on all vertical and functional heads that with the inputs from their team members are required to report the material risks to the concerned officials along with their considered views and recommendations for risk mitigation. Analysis of all the risks thus identified shall be carried out by the concerned officials and senior management through participation of the vertical/functional heads.
- 2. Risk Analysis:** Risk analysis involves consideration of the sources of risk, their consequences and the likelihood that those consequences may occur. The existing systems, control measures and procedures to control risk are identified and their effectiveness is assessed. The impact and likelihood of an event and its associated consequences are assessed in the context of the existing controls.
- 3. Risk Assessment:** Risk evaluation involves comparing the level of risk found during the analysis process against the pre-defined risk weights so as to assess their potential severity of loss and to the probability of occurrence. Risk weights of High / Medium / Low can be assigned based on parameters for each operating activity. The output of the risk evaluation is a prioritized list of risks for further action. If the resulting risks fall into the low or acceptable risk categories they may be accepted with minimal further treatment.
- 4. Risk Response:** Risk response involves identifying the range of options for treating risk, assessing those options, preparing risk treatment plans and implementing them. Options include avoiding the risk, reducing the likelihood of the occurrence, reducing the consequences, transferring the risk, and retaining the risk. Gaps will then be identified between what mitigating steps are in place and what is desired. The action plans adopted will be documented and its implementation tracked as part of the reporting process. Ownership and responsibility for each of those risk mitigation steps will then be assigned. This will be captured in a 'Risk Assessment and Control Matrix' which comprising of the key top risks.

The Board of Directors of the Company has constituted the Risk Management Committee and defined the roles and responsibilities of the Committee and also reviews them as and when deemed fit. The committee also reviews and monitor the cyber security threats on the Company and is responsible for effective implementation of the Risk Management Policy in the company.

## ROLE & RESPONSIBILITIES

The role and responsibilities of Risk Management Committee are as follows:-

1. To formulate a detailed risk management policy which shall include:
  - (a) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - (b) Measures for risk mitigation including systems and processes for internal control of identified risks.
  - (c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company. Implementing and monitoring the risk management plan for the company and reframe the risk management plan and policy including evaluating the adequacy of risk management systems as it may deem fit.
3. Lay down procedures to inform Board members about the risk assessment and minimization procedures and to keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken
4. Monitoring and reviewing of the risk management plan and policy from time to time and at least once in two years including by considering the changing industry dynamics and evolving complexity.
5. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.
6. Activities as may be required to be done under the Companies Act 2013 or SEBI (LODR) Regulations, 2015.

Risk Management Committee of the Board evaluated the risk matrix of the Company and below are their findings:

Risk factors	Risk level (H/M/L)	Committee Members comments
<b>Raw material availability</b>	<b>M</b>	Currently the Company is in a comfortable position as ample of FCI rice is available. In future company is planning to shift to Maize.
<b>Increase in input Cost</b>	<b>M</b>	Company has installed rice straw-based power plant to combat the rising fuel prices.
<b>Changes in technology</b>	<b>M</b>	Company has installed all state-of-the-art plant and machinery which makes it one of the most efficient and well-run Companies.
<b>Industry Trends</b>	<b>L</b>	Currently all products fall under Govt. priority sectors and have very good demand.
<b>Legal Ecosystem</b>	<b>M</b>	The Company is on time on all permissions and renewals.
<b>Human Resource Risks</b>	<b>M</b>	With the growing economy there is a talent problem.
<b>Sustainability Risk</b>	<b>L</b>	All products have good demand with raw material availability in abundance hence the business model is sustainable.
<b>Govt. Policies/Regulations</b>	<b>M</b>	Currently the Govt. policy is quite favorable for both edible oil and ethanol manufacturing sectors.
<b>Competition</b>	<b>M</b>	Company being into the business for over 4 decades is well placed and is taking steps to counter any kind of competition which arises in the industry.

## Cautionary statement

This document contains statements about expected future events, financial and operating results of BCL Industries Limited which are forward looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management's Discussion and Analysis of BCL Industries Limited's Annual Report, 2022-23.

# Annexure - B: to the Directors' Report

## (FORM MR-3)

### SECRETARIAL AUDIT REPORT

#### FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members,  
**BCL Industries Limited**

Hazi Rattan Link Road, Bathinda-151001 (Punjab) We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **"BCL Industries Limited"** ("the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/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 authorised 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 March 31, 2023 ("the Financial Year"), complied with the statutory provisions listed here under 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 March 31, 2023, according to the provisions of:

- I. The Companies Act, 2013 ('the Act') as amended from time to time and the Rules made thereunder read with notifications, exemptions and clarifications thereto;
- II. The Securities Contracts (Regulation) Act, 1956 as amended from time to time and the Rules made there under;
- III. The Depositories Act, 1996 as amended from time to time and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 as amended from time to time and the Rules and Regulations made thereunder;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 viz.:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time and compliance with the Structured Digital Database.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.
  - (d) The Securities and Exchange Board of India (Share-Based Employee Benefits and Sweat Equity) Regulations, 2021. These regulations were not applicable to the Company during the Financial Year since the Company does not have any such scheme in operation and hence, these regulations have not been examined for the purpose of this report.
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time. These regulations were not applicable to the Company during the Financial Year since the Company did not raise any money through non-convertible securities and hence, these regulations have not been examined for the purpose of this report.

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, as amended from time to time. These regulations were not applicable to the Company during the Financial Year since it had appointed M/s. Link Intime India Private Limited as its share transfer agents.
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended from time to time. These regulations did not become applicable to the Company during the Financial Year and hence, these regulations have not been examined for the purpose of this report.
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended from time to time. These regulations were not applicable to the Company during the Financial Year since the Company did not buy-back any of its securities and hence, these regulations have not been examined for the purpose of this report.
- (vi) The Company is into the business of manufacturing of Edible oils, Distilleries and Real Estate and as per representation given by the company following are some of the laws which are specifically applicable to the company:
- Food Safety and Standards Act, 2006 and Rules made thereunder.
  - The Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder.
  - The Water (Prevention and Control of Pollution) Act, 1974 and Rules made thereunder.
  - Indian Explosives Act, 1884 and Rules made thereunder.
  - The Apprentices Act, 1961 and Rules made thereunder.
  - India Boiler Act, 1923
  - Environment Protection Act, 1986
  - The Hazardous Wastes (Management and Handling) Rules 1989
  - Labour Laws.
  - Industrial Dispute Act, 1947
  - Inflammable Substance Act, 1952
  - Agricultural and Processed Food Products Export Cess Act, 1986
  - Standards for Discharge of Environmental Pollutants
  - Transfer of Property Act, 1882
  - The Factories Act, 1948
  - The Prevention of Food Adulteration Act, 1954
  - The Agricultural Produce (Grading and Marking) Act, 1937
  - Employees' State Insurance Act, 1948
  - Employees' Provident Fund Act, 1952

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).
- (iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") as amended from time to time, read with circulars issued thereunder.

During the Financial Year, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned herein above.

We further report that:

1. The Board of Directors of the Company ("the Board") is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director in terms of Companies Act, 2013 and Regulation 17 of the Listing Regulations.

There was no change in the composition of the Board during the Financial Year.

2. Adequate notice has been given to all directors to schedule the Board Meetings during the Financial Year; agenda and detailed notes on agenda were sent properly before the scheduled meeting; 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.
3. All the decisions were carried out unanimously. None of the members of the Board have expressed dissenting views on any of the agenda items during the Financial Year.
4. The Company has obtained requisite approval of its Directors under the provisions of Section 175 of the Act read with Rule 5 of Companies (Meetings of Board and its Powers) Rules, 2014 for passing resolutions by circulations, which were duly noted by the Board in its next meeting held after passing the circular resolutions.
5. Mr. Gurinder Singh Makkar, Company Secretary and Compliance Officer, resigned with effect from October 31, 2022. In his place the Board, on the recommendation of NRC, appointed Mr. Ajeet Kumar Thakur as Company Secretary and Compliance officer with effect from November 2, 2022.
6. The Company had allotted 5466334 fully convertible warrants during the financial year.

We further report that during the Financial Year there were no other specific events/actions having major bearing on the Company's affairs in pursuance of the above referred laws, regulations, guidelines, standards etc. referred to above.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For the purpose of examining adequacy of compliances with other applicable laws including industry/sector specific laws, under both Central and State legislations, reliance has been placed on the Compliance Certificate issued by the Company Secretary for each quarter as placed before the Board meetings as part of the Company's compliance management and reporting system. Based on the aforesaid internal compliance certificates, we are of the opinion that the Company has generally complied with the following:

- i) Deposit of Provident Fund, Employee State Insurance, Employee Deposit Linked Insurance and other employee related statutory dues.
- ii) Applicable stipulations pertaining to the Payment of Wages Act, Minimum Wages Act, Contract Labour (Regulation and Abolition) Act and other related legislations.
- iii) Deposit of taxes relating to Income Tax and Goods & Services Tax and other applicable taxes including Tax deducted at source. However, cases of disputed tax liabilities of substantial amount are brought up at each Board meeting and appropriate action is taken and recorded in the minutes of the meetings. Total amount of disputed tax liability is included under Contingent Liabilities in the 'Notes to Accounts' forming an integral part of the Financial Statements for the Financial Year.
- iv) Applicable state and central laws, including those related to the Environment, Food Safety & Standards, Apprentice and Performance License, pertaining to the operations of the Company. However, notices from the statutory authorities, whenever received, are reported as part of Board process for compliance reporting and appropriate action is taken from time to time.

For S. Parnami & Associates  
Company Secretaries

**Sourabh Parnami**

Membership Number: FCS – 9396

Certificate of Practice Number: 11181

Peer Review Certificate Number: 2466/2022

UDINNO.F009396E000763622

Date: August 9, 2023

Place: Bathinda

To,

The Members,

**BCL Industries Limited**

Hazi Rattan, Link Road, Bathinda-151001 (Punjab)

**Our Secretarial Audit Report of even date for the Financial Year ended March 31, 2023 is to be read along with this letter.**

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

For S. Parnami & Associates  
Company Secretaries

**Sourabh Parnami**

Membership Number: FCS – 9396  
Certificate of Practice Number: 11181  
Peer Review Certificate Number: 2466/2022  
UDIN NO. F009396E000763622

Date: August 9, 2023

Place: Bathinda



# Annexure-C: to the Directors' Report

## STATEMENT CONTAINING PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

(Pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014)

### A. CONSERVATION OF ENERGY

#### I. Steps taken or impact on conservation of energy.

In line with the Company's commitment towards conservation of energy, all units continue with their efforts aimed at improving energy efficiency through innovative measures to reduce wastage and optimize consumption.

Some of the measures taken by the Company in this direction at its Edible Oil Unit and Distillery Unit located at Bathinda are as under:

- Installation of latest technology steam traps.
- Installation of Variable Frequency Drives at various locations.
- Installation of high efficiency Aerodynamic FRP fans in humidification plants.
- Installation of LED Lights.
- Replacement of inefficient motors by IE3 efficient motors.
- Use of coal additive to improve combustion efficiency in Boilers.
- Installation of Waste Heat Recovery system in Compressors.
- Use of motion sensors in Lighting.
- Installation of power capacitors on load side to reduce line loss.
- Reduction in energy/steam consumption by adopting process change in Evaporator.

These measures have also led to better pollution control, reduced the impact on environment, reduced maintenance time and cost, improved hygienic condition and consistency in quality and improved productivity.

#### II. The steps taken by the Company for utilizing alternate sources of energy.

During the year under review the Company installed solar lights at various places in factory premises for utilizing alternate sources of energy. The Company also replaced LED lights in place of conventional lights. The 50 KW Grid Connected Solar PV Plant installed at its DD Mittal Towers real estate project is also generating economy.

Various on-going measures for conservation of energy include (i) use of energy efficient lighting and better use of natural lighting, (ii) reduction of energy loss, and (iii) replacement of outdated energy intensive equipment.

The Company provides high priority to energy conservation schemes to conserve natural resources and is regularly taking effective steps to conserve energy wherever possible. This continues to remain thrust area with studies, discussions and analysis being undertaken regularly for further improvements. The Company has given due attention towards conservation of energy. It not only reduces the cost of production but also helps in conservation of natural resources which are depleting very fast. The Company is constantly looking for savings of energy and trying to conserve energy continuously by modifications or trying alternate means and continuously upgrading technology and work practices. Steps are being taken to conserve energy on a continuous basis.

Besides continuing the measures taken in earlier years, following steps were taken during the year 2022-23 with a view to reduce the cost of energy and consequently the cost of production.

Conservation measures taken, proposed measures being implemented for reduction of consumption of energy and consequent impact thereof for the year 2022-23.

Measures taken	Saving amount (₹ In Lakhs)	Energy Savings 2022-23 (Units in Lakhs)
• Installation of energy efficient light fittings and use of Solar Energy.	13.26	2.60
• Replacement of old & re-wound motors with Energy Efficient Motors		
• Replacement of derated & defective Capacitors		
• Optimizing Power Factor		
• Optimizing Water usage in production and reducing load on ETP and power usage.		
• Use of inverters and AC Drives in Unit :		

### III. The Capital investment on energy conservation equipment - NIL

## B. TECHNOLOGY ABSORPTION

### i. The efforts made by the Company towards technology absorption.

In order to maintain its leadership position, your Company is continuously focusing on upgrading its product and manufacturing technology as well as acquiring new and advanced technology to meet the emerging expectations of the customers. The Company is actively involved in the development and implementation of advanced utility generation system to make manufacturing process efficient.

### ii. The benefits derived like product improvement, cost reduction, product development or import substitution.

Introduction of new technologies has helped the Company to achieve more efficient operations, manufacture high quality and safe products, reduce energy cost and better energy utilization. By adoption of latest advanced technologies, the Company intends to capitalize and bookshelf the developed technology for incorporation into the quality products at competitive price for making them more attractive to the end customers. The Company is also taking measures to mitigate all future risks related to technology by taking appropriate emerging technology, green initiatives etc. to meet future emission standards.

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

Not Applicable

### iv. The expenditure incurred on Research and Development :- ₹ 12.98 Lakhs

Technology absorption, Innovation and Research & Development (R & D) is a continuing Process and a continued emphasis is given on quality improvement and product up gradation.

#### 1. Specific areas in which R & D activities were carried out by the Company:

- a. Quality Improvement
- b. Yield/Productivity Improvement
- c. Energy Conservation
- d. New Technology/Product development

## 2. Benefits Derived

- a. Better Quality; reduced wastages
- b. Cleaner environment
- c. Safer operations and improved competitiveness

## 3. Future Plan of Action

Management is committed to strengthen R & D activities for product development as per requirements and to improve its competitiveness in the times to come.

## C. FOREIGN EXCHANGE EARNINGS AND OUTGO

**Earning:** Nil (Previous year: Nil)

**Outgo:** ₹ 566.44 Lakhs (₹ 30.365 Lakhs in the previous year)

For and on behalf of the Board of Directors

Date: 11/08/2023  
Place: Bathinda (PB)

**(Rajinder Mittal)**  
Managing Director  
DIN: 00033082

**(Sat Narain Goyal)**  
Wholetime Director  
DIN: 00050643

# Annexure-D: to the Directors' Report

## ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

[Pursuant to Section 134 (3) (o) of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

### 1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken.

- (a) The objective of the Company is to contribute to the social, health related, economic development of the communities, animal welfare, sports and education, measures for reducing inequalities faced by socially and economically backward groups, so as to promote sustained growth for the society and community and in particulars take up the activities as included in Schedule VII of the Companies Act, 2013.
- (b) The CSR Committee facilitates the Annual CSR action plan containing the clear terms of reference outlining the key tasks, duration of assignment, allocation of budget for different projects, method of implementation and review. The CSR budget shall be according to Companies Act, 2013.
- (c) Any surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company. Any unspent amounts shall be dealt with in accordance with the provisions of Companies Act, 2013 as amended from time to time. Any unspent amount, other than unspent amount relating to an ongoing project, will be transferred to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year
- (d) Project activities identified under CSR are to be directly handled by the Company or implemented by agencies, which would include- Voluntary Organizations (VOs) formal or informal Elected local bodies such as Panchayat etc., Institutes/ Academics Institutions, Trusts, Hospitals, Self Help Groups, Govt./Semi Govt./Autonomous Organizations, or institutes, Mahila Mandalas, Professional Consultancy Organizations etc.
- (e) The Corporate Social Responsibility activities undertaken by the Company will be monitored by the Corporate Social Responsibility Committee duly constituted by the Board. The committee will be responsible to institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.

During the year 2022-23, the Company had identified certain projects/activities on which the CSR expenditure for the financial year was made. The activities included measures for reducing inequalities faced by socially & economically backward groups- slum re-development or EWS housing, promoting education and health care including preventive health care, facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups, animal welfare etc.

During the year 2021-22, the Company had in association with Dwarka Dass Mittal Charitable Trust, taken up the initiative of the project for Construction of 51 Houses for the Economically Weaker Section of the Community in Odiya Colony, Bathinda for economically weaker people living below poverty line, in jhuggi jhopri. It has been completed in this Financial Year 2022-23. The ground breaking ceremony of ongoing project for economically weaker section was performed by the then Hon. Finance Minister (Punjab) Mr. Manpreet Singh Badal on 2<sup>nd</sup> January, 2022.

### 2. Composition of the Corporate Social Responsibility (CSR) Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Parampal Singh Bal	Chairman (Non-Executive and Independent Director)	2	2
2	Mr. Ramesh Chander Nayyar	Member (Non-Executive and Independent Director)	2	2
3	Mrs. Neerja Jain	Member (Non-Executive and Independent Director)	2	2
4	Mr. Sat Narain Goyal	Member (Whole Time Director)	2	2

**3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:**

<https://www.bcl.ind.in/wp-content/uploads/2021/05/csr-policy-bcl-2021.pdf>

**4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable:**

Not Applicable

**5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any**

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (₹ In Lakhs)	Amount required to be set-off for the financial year, if any (₹ In Lakhs)
1	2020-21	NA	2.76
2	2021-22	2.76	2.29
3	2022-23	2.29	2.87
<b>TOTAL</b>		<b>5.05</b>	<b>7.92</b>

**6. Average net profit of the Company for last three financial years as per Section 135(5) of the Companies Act, 2013, (₹ in lakhs) :**

₹ 6942.44 Lakhs

**7. Prescribed CSR Expenditure (two per cent of the amount as in item 6 above) i.e. Two percent of average net profit of the Company as per Section 135(5) of the Act for the Financial Year 2022-23:**

- Two percent of average net profit of the Company as per Section 135(5) of the Act for the Financial Year 2022-23: (Two percent of ₹ 6942.44 Lakhs): ₹ 138.85 Lakhs
- Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NA
- Amount required to be set off for the Financial Year, if any: ₹ 2.28 Lakhs
- Total CSR obligation for the Financial Year (a+b-c): ₹ 136.57 Lakhs

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

Total Amount Spent for the Financial Year. (₹ In Lakhs)	Amount Unspent (in ₹ In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
₹ 141.72 Lakhs	N.A.	N.A.	N.A.	N.A.	N.A.

**(b) Details of CSR amount spent against ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (₹ In Lakhs)	Amount spent in the current financial Year (₹ In Lakhs)	Amount transferred to Unspent CSR Account for the project as per section 135(6) (₹ In Lakhs)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
NA												

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

Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (₹ In Lakhs)	Mode of implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1	Health , Medical and Welfare	Eradicating hunger, poverty, and malnutrition , promoting health care including preventive health care and sanitation.	Yes	Punjab	Bathinda	56	Yes	NA	NA
2.	Paying School Fees and paying for School dresses/ Sponsorship/ Fellowship fee	Promoting Education	Yes	Punjab	Bathinda	1.80	Yes	NA	NA
3	Animal welfare	Protection of Flora and fauna , animal welfare	No	Punjab	Mohali	3.5	Yes	NA	NA
4	Indian Red Cross Society	Promoting Education , Health care.	Yes	Punjab	Bathinda	14	Yes	NA	NA
5.	Electricity for Rural area	Rural development project	No	Rajasthan	Salasar	6.33	No	Dwarka Dass Mittal Charitable trust	CSRO0002250
6.	Prayaas Educational and Charitable Society	Promoting Education	No	Rajasthan	Salasar	0.51	Yes	NA	NA
7.	Construction for 51 houses for economically weaker section in society in Odiya Colony Bathinda	Measures for reducing inequalities faced by socially & economically backward groups , slum re- development or EWS housing	Yes	Punjab	Bathinda	59.5	No	Dwarka Dass Mittal Charitable trust	CSRO0002250
9.	Paying school fees for specially abled Children.	Promoting education	Yes	Punjab	Bathinda	0.075	Yes	NA	NA
<b>Total</b>						<b>141.715</b>			

(d) Amount spent in Administrative Overheads - **Nil**

(e) Amount spent on Impact Assessment, if applicable - **Not Applicable**

(f) Total amount spent for the Financial Year- (8b+8c+8d+8e) - ₹ **141.72 Lakhs**

(g) Excess amount for Set off, if any:

Sr. No.	Particulars	Amount (₹ In Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	138.85
(ii)	Total amount spent for the Financial Year	141.72
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2.87
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any (Previous year's available set off)	5.05
(v)	Amount available for set off in succeeding financial years [(iii)+(iv)] (RS. 2.28 Lakhs + ₹ 2.76+2.87 set off of previous year)	7.92

9. (a) Details of Unspent CSR amount for the preceding three financial years: **Nil/ N.A.**
- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not Applicable**
- 10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created acquired through CSR spent in the financial year (asset-wise details). - Not Applicable**
- (a) Date of creation or acquisition of the capital asset(s). - **NA**
- (b) Amount of CSR spent for creation or acquisition of capital Asset - **NA**
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. - **NA**
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) - **NA**
- 11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5). –**

**Not Applicable**

For and on behalf of the Board of Directors

PLACE : Bathinda, Punjab

Date: 11/08/2023

**(PARAMPAL SINGH BAL)**

Chairman CSR Committee

DIN: 09013282

**RAJINDER MITTAL**

Managing Director

DIN: 00033082

**SAT NARAIN GOYAL**

Whole Time Director

DIN: 00050643

# Annexure–E: to the Directors’ Report

## I. STATEMENT OF DISCLOSURE PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- The ratio of the remuneration of each director to the median employee’s remuneration for the Financial Year 2022-23 and such other details as prescribed is as given below:

Name & Designation	% increase in remuneration in the FY 2022-23	Ratio to median remuneration of employees
Mr. Rajinder Mittal (Managing Director)	N.A.	-
Mr. Sat Narain Goyal (Whole Time Director)	N.A.	-
Other Directors (Non-Executive and Independents) (Only Sitting Fee paid)*	N.A.	-
Mr. Ajeet Kumar thakur (Company Secretary)	N.A.	N.A.
Mr. Gulab Singh (CFO)	10	-

\*For this purpose, sitting fees paid to the directors has not been considered as remuneration. Non-executive/ Independent Directors are entitled only to sitting fee. The details of remuneration/sitting fee paid are given in Corporate Governance Report.

- Percentage increase/(decrease) in the median remuneration of employees in the financial year: 10%
- The number of permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2023: 62
- Average percentile increase/decrease already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration:

The percentage increase in the salaries of employees other than Managerial Personnel in Financial Year 2022-23 was 10%. The increments given to employees are based on their potential, performance, and contribution, which is benchmarked against applicable industry norms. Average increase in remuneration for employees other than Managerial Personnel is in line with the industry peers and is also outcome of market competitiveness.

- It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, and other Employees.

## II. INFORMATION AS PER RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- Details of top ten employees drawing remuneration pursuant to the provisions of Rule, 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

Sl. No.	Name of Employee	Designation	Gross Remuneration Paid (₹)	Nature of Employment	Qualification	Age	Exp (Yrs)	Date of Commencement	Last Employment	% of Equity Shares
1	Rajinder Mittal	Managing Director	6000000	Permanent	B.Com	64	39	1-Apr-92	-	16.84
2	Kushal Mittal	Jt. Mg. Director	4800000	Permanent	Graduate in Business Administration-Finance from Northeastern University, Boston.	27	6	1-Apr-20	-	17.42



Sl. No.	Name of Employee	Designation	Gross Remuneration Paid (₹)	Nature of Employment	Qualification	Age	Exp (Yrs)	Date of Commencement	Last Employment	% of Equity Shares
3	Sandeep Kumar	VP(Finance and Accounts)	1633080	Permanent	C.A. , M.Com	49	23	11-Apr-18	Vardhman Polytex Limited	0.00
4	Gulab Singh	CFO	1608600	Permanent	M.sc	63	40	17.Aug-20	Lucent International School, Dehradun	0.00
5	Harinder Kumar Verma	DGM - Production	1533000	Permanent	BSc.	52	26	1-Apr-17	Globus Spirits Ltd.	0.00
6	Davinder Singh	Senior DGM	1474680	Permanent	B.Tech (Mech)	49	25	1-May -13	Globus Spirits Ltd.	0.00
7	Vijay Singh Rathi	GM – Edible oils	1474320	Permanent	BSc, B Tech ,PGDBM	62	40	25-Nov-2019	Adani Wilmar Ltd	0.00
8	Wajid Ali	DGM (Bottling )	1466400	Permanent	ME	54	27	11-April-17	Jagjit Industries Ltd.	0.00
9	Deepak Tayal	Add. Gen. Manager-Engineering	971040	Permanent	Dip in Chem. Engineering	54	24	13- Jul- 99	Khandelia Oil & Gen. Mills Pvt. Ltd.	0.00
10	N.L. Chadha	Chief GM	913800	Permanent	M.sc	71	41	16-May-16	Markfed Punjab	0.00
11	Mahavir Singh Gaur	Vice-President – HR Department	848640	Permanent	A Post Graduate in Human Resource from the Symbiosis Institute	64	35	02-Aug-13	Mawana Sugars Ltd. & Torrent Power Ltd.	0.00

### Relationship with Directors

\*\* Mr. Rajinder Mittal is Managing Director of the Company. Mr. Kushal Mittal, Jt. Mg. Director is his son. Except this, none of the other aforesaid employees is related to any director or manager of the Company.

- (ii) None of the employee who employed throughout the financial year 2022-23, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;
- (iii) None of the employee who employed for a part of the financial year 2022-23, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month;
- (iv) None of the employee who employed throughout the financial year 2022-23 or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

For and on behalf of the Board of Directors

Place: Bathinda, Punjab

Date: 11/08/2023

**PARAMAPL SINGH BAL**

Chairman CSR Committee

DIN: 09013282

**RAJINDER MITTAL**

Managing Director

DIN: 00033082

**SAT NARAIN GOYAL**

Whole Time Director

DIN: 00050643

# Annexure-F: to the Directors' Report

## FORM AOC-1

To the Financial Statement for the year ended 31<sup>st</sup> March, 2023

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

### Part "A": Statement containing salient features of the financial statement of Subsidiary

S I. No.	Particulars	Details
1.	Name of the subsidiary	SVAKSHA DISTILLERY LIMITED
2.	The date since when subsidiary was acquired	04/05/2017
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NIL/N.A.
5.	Share Capital	₹ 1000.00 Lakhs
6.	Reserves & surplus	₹ 3486.62 Lakhs
7.	Total assets	₹ 29504.27 Lakhs
8.	Total Liabilities	₹ 25540.60 Lakhs
9.	Investments	NIL
10.	Turnover	₹ 18693.34 Lakhs
11.	Profit/ (Loss) before taxation	₹ (1072.30 Lakhs)
12.	Provision for taxation	₹ 298.93
13.	Profit / (Loss) after taxation	₹ (773.37 Lakhs)
14.	Proposed Dividend	NIL
15.	Extent of shareholding (In percentage)	75%

#### Notes:

- Reporting period of the Subsidiary is the same as that of the Company. The Subsidiary Company Svaksha Distillery Limited has commenced its commercial production with effect from 24.06.2022.
- Part B of the Annexure is not applicable as there are no Associate Companies/Joint ventures of the Company as on 31<sup>st</sup> March, 2023

Place : Bathinda, Punjab

Date: 11/08/2023

**RAJINDER MITTAL**

Managing Director

DIN : 00033082

**SAT NARAIN GOYAL**

Whole Time Director

DIN : 00050643

**GULAB SINGH**

Chief Financial Officer

**Ajeet Kumar Thakur**

Company Secretary

M.NO : F9091

# Corporate Governance Report

[In terms of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V to the said Regulations]

## 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing obligations and Disclosures requirements) regulations 2015 (the "Listing Regulations"), and the report contains the details of Corporate Governance systems and processes at BCL Industries Limited ("the Company/ BCL").

Corporate Governance is about ensuring transparency in disclosure and reporting that conforms fully to the existing laws of the country and to promote ethical conduct of business throughout organization. The philosophy of the Company in relation to corporate governance is to ensure transparency in all its operations, make disclosures and enhance stakeholder's value without compromising on compliance with the laws and regulations. We consider stakeholders as partners in our success and remain committed to maximize stakeholder's value. Our Company is committed to sound principles of corporate governance with respect to all its procedures, policies and practices. Under good corporate governance, we are committed to ensuring that all functions of the Company are discharged in a professionally sound, accountable and competent manner.

The Board of Directors fully supports corporate governance practices and actively participates in overseeing risks and strategic management. The organization views corporate governance in its widest sense almost like a trusteeship, a progressive philosophy and ideology ingrained in the corporate culture. The governance processes and systems of our Company have strengthened over a period of time resulting in constant improvisation of sustainable and profitable growth.

The Company has complied with norms of Corporate Governance as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company understands that compliances of applicable legislations and timely disclosures enhance the image of the Company as a good corporate citizen in the Country.

## 2. BOARD OF DIRECTORS ("Board")

The Board, being the trustee of the Company, is responsible for the establishment of cultural, ethical, sustainable and accountable growth of the Company, is constituted with a high level of integrated, knowledgeable and committed professionals. The Board is at the helm of the Company's Corporate Governance practice. It provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities.

### 1) COMPOSITION OF THE BOARD

The Company has a balanced Board with an optimum combination of Executive and Non-Executive Directors. The Board is headed by Non-Executive & Independent Chairman Shri R.C. Nayyar (IAS, Retd.). The Board of Directors of the Company presently consists of six (6) Directors, comprising two Managing Directors, One Whole Time Director, and three Independent Directors, one of whom is an Independent Woman Director. The Composition of the Board is as per stipulated requirements.

### 2) NUMBER OF BOARD MEETINGS

During the Financial Year ended March 31, 2023, 7 meetings of the Board of Directors were held on May 27, 2022, August 13, 2022, November 02, 2022, November 14, 2022, January 12, 2023, February 14, 2023 and March 04, 2023. The maximum time gap between two meetings did not exceed 120 days. The Board meets at least once in every quarter to review the quarterly financial results and operations of the Company.

Composition of the Board of Directors as on March 31, 2023, attendance at the Board meetings held during the Financial Year ended March 31, 2023, attendance at the last AGM and details of other directorships and committee positions are given below :-

Name	Category	No. of Board Meetings attended	Last AGM attended	Number of directorships in other Public Limited Companies	Audit and SRC Committee Position held in other Indian Public Limited Companies	
					Chairmanship	Membership
Shri Ramesh Chander Nayyar (Chairman)	Non -Executive & Independent Director	6	No	2	Nil	Nil
Shri Rajinder Mittal (Mg. Director)	Executive	7	Yes	5	Nil	Nil
Mr. Kushal Mittal (Mg. Director)	Executive	4	Yes	2	Nil	Nil
Shri Sat Narain Goyal (Whole Time Director)	Executive	7	Yes	0	Nil	Nil
Shri Parampal Singh Bal (Independent Director)	Non -Executive & Independent Director	5	Yes	1	Nil	Nil
Smt. Neerja Jain (Independent Woman Director)	Non -Executive & Independent Director	6	Yes	1	Nil	Nil

**Notes:**

Excludes Directorships in Associations, Private Limited Companies, Foreign Companies, Government Bodies and Companies registered under Section 8 of the Act. Only Audit Committee and Stakeholders Relationship Committee of Indian Public Companies have been considered for Committee positions.

There are no Nominees or institutional Directors on the Board of Directors of the Company as on date.

The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations).

**Information of Directors including those being Appointed/Re-appointed:**

Information about the Directors proposed to be appointed or re-appointed forms part of the Annual Report. Brief Profile of Directors:

Presently, the Board is consisting of 6 Members. Their brief profile is as under:

Name of the Director	Mr. Ramesh Chander Nayyar	Mrs. Neerja Jain	Mr. Rajinder Mittal	Mr. Sat Narain Goyal	Mr. Kushal Mittal	Mr. Param Pal Singh Bal
Category	Chairman (Independent Director)	Woman / Independent Director	Managing Director	Whole Time Director	Managing Director	Independent Director
DIN	02945713	07121987	00033082	00050643	07276145	09013282
Date Of Birth	04.12.1953	18.02.1979	30.04.1959	05.02.1961	17.06.1996	03.12.1955

<b>Name of the Director</b>	<b>Mr. Ramesh Chander Nayyar</b>	<b>Mrs. Neerja Jain</b>	<b>Mr. Rajinder Mittal</b>	<b>Mr. Sat Narain Goyal</b>	<b>Mr. Kushal Mittal</b>	<b>Mr. Param Pal Singh Bal</b>
Qualification	Doctorate	MSc. (IT), B. Com, MBA, B.Ed.	B. Com.	M. COM.	Graduate in Business Administration- Finance from Northeastern University, Boston.	Master of Philosophy in Public Administration
Shareholding In The Company	NIL	NIL	42,68,040 (17.08%) Equity Shares	75 (0.00%) Equity Shares	43,06,970 (17.23%) Equity Shares	NIL
Directorship/ Chairmanship In Other Public Companies (As at 31 <sup>st</sup> March, 2023)	City Capfin Limited (Directorship)	NIL	NIL	NIL	Two- i) Svaksha Distillery Limited ii) Sheesh Mahal Developers Limited.	NIL
Directorship/ Chairmanship In Other Private Companies (As at 31 <sup>st</sup> March, 2023)	WSL Automobiles Private Limited	NIL	VKM Township Private Limited, Chavanrishi Resorts Private Limited, Creative Buildwell Private Limited, Gee City Builders Private Limited, Pioneer Industries Private Limited.	NIL	NIL	NIL
Committee Positions Held In Other Companies (As at 31 <sup>st</sup> March, 2022)	NIL	NIL	Pioneer Industries Private Limited (Member In CSR Committee)	NIL	NIL	NIL
Terms Conditions Of Appointment/ Re- Appointment	Non- Executive and Independent Director for a period of five years w.e.f. 14 <sup>th</sup> August, 2019. He is not liable to retire by rotation.	Non- Executive and Independent Director for a period of five years w.e.f. 14 <sup>th</sup> September, 2019. She is not liable to retire by rotation.	Managing Director of the Company for a period of 3 years w.e.f. 13 <sup>th</sup> August, 2021 at a consolidated monthly remuneration of ₹ Five Lakh p.m. He is liable to retire by rotation.	Whole Time Director of the Company for a period of 3 years w.e.f. 13 <sup>th</sup> August, 2021 at a consolidated monthly remuneration of ₹ 1 Lac per month.	Managing Director for a period of 3 years w.e.f 3 <sup>rd</sup> August, 2020 at a consolidated monthly remuneration of ₹ Four Lakhs p.m. Re- Appointment	Non- Executive and Independent Director for a period of five years w.e.f. 9 <sup>th</sup> January 2021. He is not liable to retire by rotation.

<b>Name of the Director</b>	<b>Mr. Ramesh Chander Nayyar</b>	<b>Mrs. Neerja Jain</b>	<b>Mr. Rajinder Mittal</b>	<b>Mr. Sat Narain Goyal</b>	<b>Mr. Kushal Mittal</b>	<b>Mr. Param Pal Singh Bal</b>
Inter-Se Relationships	None	None	Mr. Rajinder Mittal is related to Mr. Kushal Mittal, Jt. Mg. Director	None	Mr. Kushal Mittal is related to Mr. Rajinder Mittal, Mg. Director	None
Details of the Remuneration Drawn	The details are provided in Directors' Report/CGR.	The details are provided in Directors' Report/CGR.	The details are provided in Directors' Report/CGR.	The details are provided in Directors' Report/CGR.	The details are provided in Directors' Report/CGR.	The details are provided in Directors' Report/CGR.
Number Of Meetings Of The Board Attended During The Year And Other Directorships	The details are provided in this Corporate Governance Report forming part of Annual Report	The details are provided in this Corporate Governance Report forming part of Annual Report	The details are provided in this Corporate Governance Report forming part of Annual Report	The details are provided in this Corporate Governance Report forming part of Annual Report	The details are provided in this Corporate Governance Report forming part of Annual Report	The details are provided in this Corporate Governance Report forming part of Annual Report

**Tenure:**

In compliance of Section 152 of the Companies Act, 2013 at ensuing Annual General Meeting, Re-Appointment of Managing Director (Kushal Mittal) and Whole time Director of the Company is liable to retire by rotation.

**INFORMATION AVAILABLE TO BOARD**

The Board has complete access to all the relevant information within the Company, and to all our employees. The information regularly supplied to the Board specifically includes:

- Annual operating plans, budgets and any updates therein;
- Capital budgets and any updates therein;
- Quarterly results for the Company and its operating / business segments;
- Minutes of meetings of Audit Committee and other committees of the Board of the Company
- Information on recruitment/remuneration of senior officers just below board level;
- Material show cause, demand, prosecution notices and penalty notices, if any;
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any;
- Any issue which involves possible public or product liability claims of substantial nature, if any;
- Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations like signing of wage agreement, implementation of Voluntary Retirement Scheme etc;
- Sale of material nature, of investments, subsidiaries, assets, which is not in the normal course of business;
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material;
- Status of compliance of any regulatory, statutory nature or listing requirements and shareholders service;
- All proposals requiring strategic decisions;
- Regular business updates and other information as required under amendments.

The above information is generally provided as part of the agenda papers of the board meeting and/or is placed at the table during the course of the meeting.

**BOARD PROCEDURES**

The Board meets at regular intervals to discuss and decide on business strategies / policies and review the financial positions of the Company. The Board and its Committee meetings are governed by a structured and detailed agenda. The agenda along with comprehensive notes and background material are circulated in advance before each meeting to all the Directors to facilitate effective discussion and decision making. The important decisions taken at the Board and its Committee meetings are communicated to the concerned departments / divisions for necessary actions.

**PERFORMANCE EVALUATION OF THE DIRECTORS:**

The Nomination, Remuneration and Evaluation Policy of the Company, adopted by the Board based on the recommendations made by the Nomination and Remuneration Committee contains the criteria for performance evaluation of all the Independent and Non-Independent Directors. The Board is committed to transparency in assessing the performance of Directors. In accordance with the Act and the Rules made thereunder, Schedule IV of the Act and Regulation 4(2)(f) of the Listing Regulations, BCL Industries Limited has framed a policy for the formal annual evaluation of the performance of the Board, Committees and individual Directors.

The Company has put in place a robust framework for evaluation of the Board, its Committees, the Chairman, individual Directors and the governance processes that support the Board's functioning. This framework covers specific criteria and the grounds on which all Directors in their individual capacity are evaluated. The key criteria for performance evaluation of the Board and

its Committees include aspects such as composition and structure, effectiveness of board processes, information sharing and functioning. The criteria for performance evaluation of the individual Directors include aspects such as professional conduct, competency, and contribution to the Board and Committee meetings. The criteria for performance evaluation of the committees of the Board include aspects such as the composition of committees and effectiveness of committee meetings. The performance evaluation of the Individual directors and Independent Directors was done by the entire Board excluding the Director being evaluated. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

#### **INDEPENDENT DIRECTOR'S MEETING:**

In compliance with Section 149(8) of the Act read along with Schedule IV of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Company's Independent Directors met once during the FY 2022-23 on February 14, 2023 without the presence of the Non-Independent Directors and the members of management. The meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.

In accordance with Listing Obligations, following matters were, inter-alia, discussed in the meeting:

1. Review of the performance of Non-Independent Directors and the Board as a whole;
2. Review of the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors; and
3. Assess the quality, quantity and timelines of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.
  - Mr. Ramesh Chander Nayyar, Mr. Parampal Singh Bal and Mrs. Neerja Jain were present at the Meeting.

#### **DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS AND DISCLOSURE**

The Company's Independent Directors have submitted requisite declarations confirming that they continue to meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and are not disqualified from continuing as Independent Directors. The Independent Directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct and that they have registered themselves as an Independent Director in the data bank maintained with the Indian Institute of Corporate Affairs. Based on the disclosures received, the Board is of the opinion that all the Independent Directors fulfill the conditions specified in the Act and Listing Regulations and are independent of the management.

#### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The Independent Directors are familiarized with their roles, rights and responsibilities in the Company, nature of the industry in which it operates, its business model and changes in the regulations applicable to the Company through familiarization programs conducted by the management as well as external consultants. At the time of appointing a Director, a formal letter of appointment is given to him/her, which inter alia explains the role, functions, duties and responsibilities expected of him/her as a Director of the Company. The Director is also explained in detail the compliance required from him under the Act and other relevant regulations and affirmation taken with respect to the same. The Managing Director also has one to one discussion with the newly appointed director to familiarize him with the Company's operations. Further, the Company has put in place a system to familiarize the Independent directors about the Company, its products, business and the on-going events relating to the Company.

The details of the Familiarization Programme for Independent Directors are made available on Company's website at the web link: <https://www.bcl.ind.in/wp-content/uploads/2022/04/Familiarization-programme-2022-23.pdf>. The evaluation process for the financial year 2022-23 has been completed.

#### **CODE OF CONDUCT AND DECLARATION REGARDING COMPLIANCE THERETO**

The Code of Conduct applicable to all the Board Members and Senior Management Personnel, adopted by the Board in accordance with the provisions of Regulation 17(5) of the Listing Regulations, has been uploaded on the website of the Company, accessible at [www.bcl.ind.in](http://www.bcl.ind.in).



In accordance with the provisions of Regulation 26(3) of the Listing Regulations, all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the said Code of Conduct for the financial year ended March 31, 2023. A declaration to this effect signed by the Managing Director and Chief Financial Officer of the Company is annexed hereto and forms an integral part of this Report.

#### **CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING:**

The Company has adopted a Code of Conduct for Prohibition of Insider Trading with a view to regulate trading in securities of the Company by the Insiders as required under SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company has also established effective internal controls to ensure compliance with the SEBI Insider Trading Regulations. These internal controls are reviewed annually by the Audit committee and the Board of Directors to ensure effectiveness of such controls. Dealing in the shares of the Company by the Designated Persons is effectively monitored for ensuring compliance with the Code. Report on dealing in the shares of the Company by the Designated Persons is placed before the Chairman of the Audit Committee and the Board on a quarterly basis.

#### **CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION (UPSI):**

The Company has adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information with a view to facilitate prompt, uniform and universal dissemination of unpublished price sensitive information. Pursuant to the SEBI Insider Trading Regulations, the Company has established a Structured Digital Database with adequate internal controls and checks such as time stamp and audit trails.

#### **MATRIX OF SKILLS OF DIRECTORS**

As required under schedule V, Part C of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Matrix of skills of Directors is given hereunder. Present Directors of the Company are having skill and expertise in respective domain area viz. One of the directors is having expertise in accounting and finance, one director is having expertise in legal, administrative, finance and strategically matters. Mg. Director is having skill set of overall business and he is very well-known industrialist. One woman director is having experience in production management, costing and marketing strategies. The Board is of the opinion that the skill or competence required for the Directors in relation to the present business of the Company includes finance, accounts, legal, operation, business development and compliance.

<b>Director</b>	<b>Qualification</b>	<b>Skills/Expertise/Competence/Experience</b>
<b>Mr. Ramesh Chander Nayyar</b>	Doctorate in Faculty of Science, Masters in Statistics, Masters in Rural Social Development from Reading University, United Kingdom.	<ul style="list-style-type: none"> <li>- Administrative and functional experience.</li> <li>- Strategic planning</li> <li>- Administration</li> <li>- Financial Planning and Project Implementation</li> <li>- Auditing and Finance</li> <li>- Accounts and Financial Statements</li> </ul>
<b>Mr. Rajinder Mittal</b>	B. Com.	<ul style="list-style-type: none"> <li>- Leading industrialist in Punjab.</li> <li>- Well experienced in setting up and running Edible Oil industry, Distillery and Real estate.</li> <li>- Pioneer in converting the non- conventional Rice Bran oil into Refined Rice Bran oil, fit for human consumption.</li> <li>- President or Member of numerous State/ Social organizations.</li> <li>- Production and financial management,</li> <li>- Setting up of new projects, their modernization and expansion</li> <li>- Marketing strategies etc.</li> </ul>

Director	Qualification	Skills/Expertise/Competence/Experience
<b>Mrs. Neerja Jain</b>	MSc. (IT), B. Com, MBA, B.Ed.	<ul style="list-style-type: none"> <li>- Finance</li> <li>- Administration</li> <li>- Information technology</li> <li>- Human resources management</li> </ul>
<b>Mr. Sat Narain Goyal</b>	M. COM.	<ul style="list-style-type: none"> <li>- Corporate Finance</li> <li>- Accounts</li> <li>- Taxation</li> <li>- Audit</li> <li>- Corporate Fund Raising</li> <li>- Planning and Utilization offunds</li> <li>- Compliances and Corporate</li> </ul>
<b>Mr. Parampal Singh Bal</b>	Master of Philosophy in Public Administration	<ul style="list-style-type: none"> <li>- Administration</li> <li>- Human Resource Management</li> <li>- Accounts and financial matters</li> <li>- Supply Chain Management</li> <li>- Logistics</li> </ul>
<b>Mr. Kushal Mittal</b>	Graduate in Business Administration- Finance from Northeaestern University, Boston.	<ul style="list-style-type: none"> <li>- Corporate Finance</li> <li>- Fund Management</li> <li>- Project Planning and Product Development</li> <li>- Cost Management</li> <li>- Administration</li> <li>- Visioning and Strategic Planning</li> <li>- Consumer Insights and Innovation</li> <li>- Supply Chain Management</li> </ul>

### 3. COMMITTEES OF THE BOARD

The Board Committees play a vital role in ensuring sound Corporate Governance practices. The Committees are constituted to handle specific activities and ensure speedy resolution of the diverse matters. The Board Committees are set up under the formal approval of the Board to carryout clearly defined roles which are considered to be performed by members of the Board, as apart of good governance practice. The Board has decided the terms of reference for these Committees. These Committees meet as often as required, statutorily or otherwise. The minutes of the meetings of the Committees are placed before the Board for discussions and noting. Recommendations made by these Committees have been accepted by the Board.

Terms of reference, composition, quorum, meetings, attendance and other relevant details of the Board Committees are as under:

#### (i) Audit Committee(AC):

The Audit Committee, constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Listing Regulations, 2015. The Audit Committee members having knowledge/expertise in the areas of accounting/ financial management.

#### Composition of the Audit Committee:

The Audit Committee is presently consist of 4 directors as on March 31, 2023:

SR. No.	Name of Director	Designation
1	Mrs. Neerja Jain	Chairman (Non-Executive and independent Director)
2	Mr. Ramesh Chander Nayyar	Member (Non-Executive and independent Director)
3	Mr. Rajinder Mittal	Member (Mg. Director)
4	Mr. Parampal Singh Bal	Member (Non-Executive and independent Director)

The Company Secretary acts as Secretary to the Audit Committee.

### Meeting and Attendance:

The Audit Committee met 4 times during the financial year 2022-2023 as per details given herein below:

- (i) May 27, 2022; (ii) August 13, 2022; (iii) November 14, 2022; and (iv) February 14, 2023.

Mr. R.C. Nayyar, Mr. Rajinder Mittal and Mrs. Neerja Jain attended all the Audit Committee Meetings.

Mr. Parampal Singh Bal attended 2 meetings out of 4 Meetings.

All the Members of the Committee have relevant experience in financial matters.

### Terms of reference:

The Audit Committee assists the Board in its responsibility of overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The purpose of this Committee is to oversee the accounting and financial process of the Company, the audit of the Company's financial statements, the appointment, independence, performance and remuneration of the statutory auditors including the Cost auditors, the performance of internal auditors and the Company's risk management policies. The terms of reference of Audit Committee cover the areas mentioned under Part C of Schedule II of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 as well as Section 177 of the Companies Act, 2013.

### (ii) Stakeholder's Relationship Committee (SRC):

The Board has formed an investors grievance redressal Committee named as Stakeholders' Relationship Committee in accordance with the provisions of Section 178 of the Companies Act, 2013 and Rules made there under read with Listing Regulations, to specifically look into the redressal of investors complaints, transfer/transmission of shares, IEPF Claims, Duplicate Share Certificates, Dividends and demat related complaints, non receipt of annual report etc. The Committee also approves issue of duplicate share certificate(s) and other related matters and oversees and reviews all matters connected with the share transfer, transmission etc.

### Composition of the Stakeholders Relationship Committee:

At present, this Committee is comprised of 5 Directors as on March 31, 2023.

Sr. No.	Name of Director	Designation
1	Mrs. Neerja Jain	Chairperson (Non-Executive and independent Director)
2	Mr. Parampal Singh Bal	Member (Non-Executive and independent Director)
3	Mr. Sat Narain Goyal	Member (Whole Time Director)
4	Mr. Rajinder Mittal	Member (Executive Director)
5	Mr. Kushal Mittal	Member (Jt. Managing Director)

Mr. Ajeet Kumar Thakur is the compliance officer of the Company and Secretary to the Committee.

### Meeting and Attendance:

During the year 2022-2023, the Stakeholders Relationship Committee met 8 times as mentioned below:

- (i) May 27, 2022 (ii) June 13, 2022 (iii) August 13, 2022 (iv) August 24, 2022 (v) September 13, 2022 (vi) November 19, 2022 (vii) December 15, 2022 (viii) February 14, 2023

Mr. Rajinder Mittal, Mr. Sat Narain Goyal and Mrs. Neerja Jain attended all the Stakeholders Relationship Committee Meetings. Kushal Mittal attended 1 Meeting out of 8 meetings and Mr. Parampal Singh Bal attended 3 Meetings during financial year 2022-2023.

**Terms of reference:**

The terms of reference of the Stakeholder's Relationship Committee covers the areas as contemplated under the SEBI Listing Regulations and section 178 of the Companies Act, 2013:(1) To resolve the grievances of the security holders of the Company including addressing the complaints related to transfer/transmission of shares, non receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;(2) To review measures taken for effective exercise of voting rights by shareholders;(3) To review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent; (4) To review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

**Shareholder's complaints/Queries:**

During the financial year 2022-2023, the Company had received Seven investor complaints and the same were redressed/replied immediately. The Company's complaint redressal systems are in order. There is no pendency in respect of shares received for transfer during the Financial Year 2022-23. The Company has designated Email Address exclusively for redressal of investors Complaints i.e. [info@bcl.ind.in](mailto:info@bcl.ind.in) and the same is also mentioned at the Company's Website.

**(iii) Nomination and Remuneration Committee (NRC):**

The Nomination and Remuneration Committee, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 of the Listing Regulations, 2015.

**Composition of the Nomination and Remuneration Committee:**

At present, this Committee is comprised of 3 Directors as on March 31, 2023.

SR. No.	Name of Director	Designation
1	Mrs. Neerja Jain	Chairperson (Non-Executive and independent Director)
2	Mr. Parampal Singh Bal	Member (Non-Executive and independent Director)*
3	Mr. Ramesh Chander Nayyar	Member ((Non-Executive and independent Director)

The Company Secretary is the Secretary to this Committee.

**Meeting and Attendance:**

The Nomination and Remuneration Committee met 1 (one) time during the Financial Year 2022-23 as per the details given herein below:

During the Financial Year 2022-2023, 1 Meeting of Nomination and Remuneration Committee was held on August 13, 2022 which was attended to by all of the Members.

**Terms of reference:**

The Nomination and Remuneration Committee assist the Board in overseeing the method, criteria and quantum of compensation for directors and senior management based on their performance and defined assessment criteria. The Committee formulates the criteria for evaluation of the performance of Independent Directors & the Board of Directors; identifying the persons who are qualified to become directors, and who may be appointed in senior management and recommend to the Board their appointment and removal. The terms of the reference of Nomination and Remuneration Committee covers the areas mentioned under Part D of Schedule II of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 as well as section 178 of the Companies Act, 2013. The objectives of constituting of Nomination and Remuneration Committee are as follow:

1. The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The Nomination and Remuneration Committee shall, while formulating the above policy shall ensure that–

- (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- (b) Relationship of remuneration to performance is clear and meets appropriate performance
- (c) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

**(iv) Corporate Social Responsibility Committee(CSR):**

In accordance with the provisions of Section 135 of the Companies Act, 2013 read with schedule VII of the said Act and further read with Companies (Corporate Social Responsibility) Rules, 2014, the Company has duly constituted “Corporate Social Responsibility Committee”.

**Composition of the CSR Committee:**

Presently, this Committee is consisting of 4 Directors as Members/ Chairman:

SR. No.	Name of Director	Designation
1	Mr. Parampal Singh Bal	Chairman (Non-Executive and independent Director)
2	Mr. Ramesh Chander Nayyar	Member (Non-Executive and independent Director)
3	Mrs. Neerja Jain	Member ((Non-Executive and independent Director)
4	Mr. Sat Narain Goyal	Member (Whole Time Director)

The Company Secretary is the Secretary of this Committee.

**Meeting and Attendance:**

During the year 2022-23, 2 Meetings of CSR Committee were held on (i) May 27, 2022 (ii)February14, 2023 which were attended by all the respective Members.

**Terms of Reference:**

Key Responsibilities of the CSR Committee:

- Formulate, monitor and recommend to the Board CSR Policy and the activities to be undertaken by the Company.
- Recommend the amount of expenditure to be incurred on the activities undertaken.
- Review the Company’s performance in the area of CSR.
- Evaluate the social impact of the Company’s CSR activities.
- Review the Company’s disclosure of CSR matters, including any annual social responsibility report.
- Review the CSR Report, with the Management, before submission to the Board for approval.
- Establish a monitoring mechanism to ensure that the funds contributed by the Company are spent for the intended purpose only.

The CSR Policy of the Company is available at Website of the Company i.e. [www.bcl.ind.in](http://www.bcl.ind.in)

**(v) Risk Management Committee (RMC):**

Pursuant to the Regulation 21 of SEBI (Listing obligation and Disclosure Requirement) Regulation, 2015, top 1,000 listed entities, determined on the basis of market capitalization as at the end of the immediate preceding Financial Year are required to constitute Risk Management Committee.

Based on the Market capitalization as at March 31, 2023, the Company has been covered among the top 1000 entities. Accordingly effective from F.Y. 2022-23, the Board has constituted Risk Management Committee to ensure the Companies strategies and risk management for the governance prospective.

**Composition of the Risk Management Committee:**

Presently, this Committee is consisting of 4 Directors as Members/ Chairman:

SR. No.	Name of Director	Designation
1	Mr. Rajinder Mittal (Managing Director)	Chairman
2	Mr. R.C. Nayyar (Independent Director)	Member
3	Mrs. Neerja Jain (Independent Director)	Member
4	Mr. Sat Narain Goyal (Whole Time Director)	Member

The Company Secretary is the Secretary of this Committee.

**Meeting and Attendance:**

During the year 2022-23, 2 Meetings of RMC Committee were held on (i) August 13, 2022 (ii) February 14, 2023 which were attended by all the respective Members.

**Terms of Reference:**

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

- Review the Company's risk governance structure, risk assessment and risk management practices and guidelines, Policies and procedures are same;
- Review the Enterprise Risk Management framework;
- Review the Company's risk appetite and strategy relating to key risks, including market risk, product risk reputational risk and cyber security risk, as well as the guidelines, policies and processes for monitoring and mitigating such risks;
- Oversee Company's process and policies for determining risk tolerance and review management's measurement and comparison of overall risk tolerance to established levels;
- Review compliance with risk policies, monitor breach/ trigger trips of risk tolerance limits and direct action;
- Approve major decisions affecting the risk profile or exposure and give appropriate directions;
- Generally assist the Board in the execution of its responsibility for the governance of risk;
- Attend to such other matters and functions as may be prescribed from time to time.

**CONFIRMATION WITH RESPECT TO ACCEPTANCE OF RECOMMENDATIONS OF COMMITTEES:**

The Board of Directors confirms that during the year, it has accepted all the recommendations received from all its Committees.

**4. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION**

The Nomination and Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

**1. POLICY**

**I. NON-EXECUTIVE DIRECTORS – CRITERIA OF SELECTION**

- a. The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- b. In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c. The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- d. The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
  - i. Qualification, expertise and experience of the Directors in their respective fields;
  - ii. Personal, Professional or business standing;
  - iii. Diversity of the Board.
- e. In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

**THE GUIDING PRINCIPLES FOR PERFORMANCE EVALUATION OF NON-EXECUTIVE DIRECTORS:**

Fair and Consistent performance: Increase transparency and ensured consistency in performance;

Insight and Engagement: Engagement of the Director in Company operations and level of participation thereon

Innovation: Continuously innovations based on insight, analytics and Directors' expertise;

Simplicity, Speed and Accuracy: Accuracy in delivering the performance and efficiency in performance

Business Results: The reward to the Company and its business results achieved through performance of directors are Considered as Performance evaluation criteria for NED.

**REMUNERATION OF NON-EXECUTIVE DIRECTORS**

The Non-Executive Independent Directors shall be entitled to receive remuneration by way of sitting fees, and Non-Executive Directors shall be entitled to reimbursement of expenses for participation in the Board / Committee meetings as detailed hereunder:

1. A Non-Executive Independent Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, provided however that they can voluntarily agree to payment nil sitting fee for Board and Committee Meetings.
2. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

**II. MANAGING DIRECTOR-CRITERIA FOR SELECTION / APPOINTMENT**

For the purpose of selection of the MD, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

**REMUNERATION FOR MANAGING DIRECTOR**

- i. At the time of appointment or re-appointment, Managing Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and Managing Director within the overall limits prescribed under the Companies Act, 2013.
- ii. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- iii. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure / consider the following:
  - a. the relationship of remuneration and performance benchmarks is clear;
  - b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
  - c. responsibility required to be shouldered by Managing Director, the industry benchmarks and the current trends;
  - d. the Company's performance vis-à-vis the annual budget achievement and individual performance.



### REMUNERATION POLICY FOR THE SENIOR MANAGEMENT EMPLOYEES

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure / consider the following:

- i. the relationship of remuneration and performance benchmark is clear;
- ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
- iii. the remuneration including annual increment is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individual performance.

### OTHER DISCLOSURES ABOUT REMUNERATION AND NOTICE PERIOD /SEVERANCE FEES

The Managing Director and Whole Time Director are entitled only to consolidated salary. The Managing Director/ Whole-Time Director(s) are not paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof. Presently, the Company does not have a scheme for grant of stock options either to the Managing Director/Whole-time Director(s) or employees. As per the terms of employment, the Managing Director/Whole Time Director or the Company, either party can terminate the contract by giving 3 (three) months' notice in writing to the other party. The employment terms does not contain any provisions for payment of any severance fees in case of cessation of employment of the Managing Director/Whole Time Director.

## III. REMUNERATION OF DIRECTORS

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTOR AND / OR MANAGER:

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of Managing Director / Whole - Time Director			TOTAL
		MR. RAJINDER MITTAL (MG. DIRECTOR)	MR. KUSHAL MITTAL (JT. MG.DIRECTOR)	MR. SAT NARAIN GOYAL (WHOLE TIME DIRECTOR)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	60,00,000	48,00,000	9,00,000	1,17,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total (A)</b>	<b>60,00,000</b>	<b>48,00,000</b>	<b>9,00,000</b>	<b>1,17,00,000</b>

#### IV. REMUNERATION TO OTHER DIRECTORS

Particulars of Remuneration	Mrs. Neerja Jain	Mr. Ramesh Chander Nayyar	Mr. Parampal Singh Bal	Amount (In ₹)
Category of Director	Independent	Independent	Independent	
Independent Directors				
1. Fee for attending board/committee meetings	1,45,000	1,86,597	1,05,000	4,36,597
2. Commission	NIL	NIL	NIL	NIL
3. Others, please specify*	NIL	NIL	NIL	NIL
<b>Total (1)</b>				
Other Non-Executive Directors				
1. Fee for attending board/committee meetings	NIL	NIL	NIL	NIL
2. Commission	NIL	NIL	NIL	NIL
3. Others, please specify*	NIL	NIL	NIL	NIL
<b>Total (2)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total Remuneration of Independent Directors (B) = (1+2)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total Remuneration of Directors (A+B) (Including Sitting Fee)</b>	<b>1,45,000</b>	<b>1,86,597</b>	<b>1,05,000</b>	<b>4,36,597</b>

#### 5. DISCLOSURES AND COMPLIANCES

##### A. Related Party Transactions

All related party transactions entered into during the financial year 2022-23 were on an arm's length basis and in the ordinary course of the business of the Company and do not attract provisions of Section 188 of the Companies Act, 2013. There were no significant transactions with the related parties during the financial year which were in conflict with the interest of Company. Necessary disclosures as required under the Accounting Standards have been made in the Financial Statements. All Related Party Transactions are placed before the Audit Committee of the Board of Directors for prior approval, as required under applicable law. Only those Members of the Audit Committee who were Independent Directors approved the same. Prior omnibus approval of the Audit Committee of the Board of Directors is also obtained for the transactions, which are of foreseen and repetitive nature. A statement giving details of all related party transactions, entered pursuant to the omnibus approval so granted, is placed before the Audit Committee of the Board of Directors for their review on a quarterly basis. The policy on Related Party Transactions was also amended by the Board of Directors to incorporate the new requirements introduced under the SEBI Listing Regulations. The amended policy on Materiality of and dealing with Related Party transactions as approved by the Board is uploaded on the Company's weblink: <https://www.bcl.ind.in/wp-content/uploads/2022/04/Policy-on-RELATED-PARTY-TRANSACTIONS.pdf>.

##### B. Disclosures

- During the financial year ended 31<sup>st</sup> March, 2023 there were no significant related party transactions that may have potential conflict with the interests of the Company at large.
- There were no penalties imposed, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any capital market related matters during the last three years.
- The Company has announced Whistle Blower Policy. All the personnel of the company have the access to the Audit Committee.
- The Company has complied with the mandatory requirements of the Listing Regulation.
- The Company has adopted various non-mandatory requirements as well, as discussed under relevant headings.
- As at the close of Financial year 2022-23, the Company has a subsidiary. The Company does not have a Material Subsidiary but it has also framed a Material Subsidiary Policy and the same is placed on the Company's website and the web link for the same is <https://www.bcl.ind.in/wp-content/uploads/2022/04/Policy-on-Material-subsiidiary.pdf>. The Company's Audit

Committee reviews the Consolidated Financial Statements of the Company as well as the Financial Statements of the Subsidiaries, including the investments made by the Subsidiary, if any. The Minutes of the Board Meetings, along with a report of the significant transactions and arrangements of the unlisted subsidiaries of the Company are placed before the Board of Directors of the Company.

The Company has framed Related Party Transaction Policy and is placed on the Company's website and the web link for the same is <https://www.bcl.ind.in/wp-content/uploads/2022/04/Policy-on-RELATED-PARTY-TRANSACTIONS.pdf>.

During the financial year ended 31<sup>st</sup> March, 2023 the company did not engage in commodity hedging activities.

## 6. Compliance

- A. There has been no instance of non-compliance of any requirement of Corporate Governance Report. So, the Company has fully complied with the applicable requirement specified in Reg. 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46.
- B. The Company has followed accounting treatment as prescribed in Accounting Standards applicable to the Company. The financial statements have been prepared in accordance with the applicable Accounting Standards and relevant provisions of the Companies Act, 2013 and related rules, as amended from time to time.

## 7. Adoption of Non-Mandatory Requirements

### I. The Board

The Chairman of the Board is a Non-Executive Director and his position is separate from that of the Managing Director.

### II. Shareholder Rights

Quarterly/Half yearly/Yearly financial results are forwarded to the Stock Exchanges and also uploaded on the website of the Company. The same are also published in required newspapers.

### III. Audit Qualifications

There was no audit qualification in the Auditors Report on the Company's financial statements for the year 2022-23.

### IV. Reporting of Internal Auditor

The Internal Auditor of the Company reports to and presents his internal audit observations to the Audit Committee.

## 8. Disclosure of shares / Convertible instruments held by Non-Executive Directors as on March 31, 2023.

A.	Preferential Issue of Convertible Warrants	No. of Warrants
1	Mr. Ramesh Chander Nayyar	25,000 Fully convertible warrants in to equity shares on Preferential basis
2	Mr. Parampal Singh Bal	Nil
3	Mrs. Neerja Jain	Nil
<b>B.</b>	<b>CONVERTIBLE INSTRUMENTS</b>	
	There are outstanding convertible Warrants allotted to Non-Executive Directors as at March 31, 2023.	

Note: Warrants which were allotted to Non-Executive Directors are outstanding convertible Warrants as at March 31, 2023.

## 9. Disclosure as to public / rights / preferential issues/bonus issue / subdivision etc.

During the year under review, except Preferential issue of 54,66,334 Fully Convertible Warrants into equity shares, the Company has neither issued any shares with differential voting rights or granted stock options or issued sweat equity or purchased its own shares nor the Company has made any Public/ Rights/ Bonus/Buy back of Equity Shares of the Company. The Company has raised fund to meet the Working capital requirements, General Corporate Purposes, Modernization of Existing Manufacturing Units, Repayment of existing Debt and Issue Related Expenses. Fund utilization was done as per the objects of the issue and are in line to the statutory approvals.

## 10. Outstanding GDRS/ADRS/Warrants or any convertible instruments

During the year under review, In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, After requisite Board's approval in their meeting held on Saturday, 04<sup>th</sup> March, 2023 and pursuant to that the member's approval and 'In-Principle Approval' obtained from the stock exchanges, where the securities of the Company are listed, namely i) National Stock Exchange of India Limited (NSE) and ii) BSE Limited, allotment of 54,66,334 fully Convertible Warrants ('Warrants') to the persons belonging to promoters, promoter group and non-promoters' category, each carrying a right to subscribe to one equity share per Warrant, for cash, of Nominal Value of Rs. 10/- each, at an issue price of Rs. 360/- per Warrant, on preferential basis, after receipt of subscription amount being 25% of the issue price from the allottees as stipulated under the provisions of SEBI (ICDR) Regulations, 2018.

In terms of the allotment, warrant holders are entitled to get their warrant(s) converted into equal number of equity share(s), by paying the remaining amount (i.e. 75% of the issue price) before the expiry of eighteen (18) months from the date of allotment of warrants in terms of SEBI ICDR Regulations.

Further, these warrants allotted on preferential basis shall be locked for specified period in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. In addition to these 54,66,334 fully convertible Warrants have been credited in to the Demat accounts of the respective allottees in dematerialized form.

In furtherance, The Company has initially raised only 25% of the total proceeds amounting to INR 49.19 crores till March 31, 2023. The same was utilized for meeting the Working capital requirements, General Corporate Purposes, Modernization of Existing Manufacturing Units, Repayment of existing Debt and Issue Related Expenses for the Company. Further, there has been NIL deviation or variation in the utilization of the funds raised through the Company's preferential issue of Equity shares.

### Independent Directors

It is confirmed that in the opinion of the Board, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

## 11. DETAILS OF INVESTORS COMPLAINTS / QUERIES RECEIVED AND REDRESSED:

Sr. No.	Nature of Queries/Compliant	Received during the year	Redressed during the year	Pending as on March 31, 2023
1	Transfer/Transmission of Duplicate Share Certificate	NIL	NIL	NIL
2	Dematerialization / Remat. of Shares	NIL	NIL	NIL
3	Complaints received from:			
	SEBI/BSE/NSE/NSDL/CDSL	7	6	NIL
	ROC/MCA/Others	0	0	NIL
4	Others	0	0	NIL
	<b>Grand Total</b>	<b>7</b>	<b>6</b>	<b>NIL</b>

## 12. RECONCILIATION OF SHARE CAPITAL AUDIT

Reconciliation of Share Capital Audit Report pursuant to Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 submitted by M/s S. Parnami & Associates, Company Secretaries, a firm of Company Secretaries in Practice, confirms that as on March 31, 2023, the aggregate number of equity shares of the Company held in demat form with NSDL, CDSL and in physical form were reconciled with the total number of issued/paid-up shares of the Company.

## 13. SECRETARIAL AUDIT AND SECRETARIAL COMPLIANCE REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s S. Parnami & Associates, Company Secretaries, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. Secretarial Audit Report as per Section 204 of Companies Act 2013 is given in this Annual Report. No adverse comments have been made in the said report by the Practicing Company Secretary.

Regulation 24 A of SEBI (LODR) Regulations read with SEBI circular no. CIR/CFD/CMD1/27/2019 dated 08.02.2019 mandated all listed entities to obtain annual secretarial compliance Reports on compliance with SEBI Regulations and circulars/guidelines issued thereunder from a company secretary in practice. Accordingly, the Company has obtained a Secretarial Compliance Report for FY 2022-23 from S. Parnami & Associates, Practicing Company Secretaries and filed the same with BSE and NSE.

## 14. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to the requirement of Section 177(9) and (10) of the Act and Regulation 22 of Listing Regulation, BCL Industries Limited, has in place a robust vigil mechanism and has adopted a Whistle Blower Policy which allows employees of the Company to raise their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company or society as a whole. All cases reported as part of whistle-blower mechanism are taken to their logical conclusion within a reasonable timeframe. Details of complaints received and the actions taken has been reviewed by the Audit Committee. The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.bcl.ind.in](http://www.bcl.ind.in).

## 16. COMPLIANCE WITH CODE OF CONDUCT

The Board has laid down a Code of Business Conduct and Ethics (the "Code") for all the Board Members and Senior Management of the Company. The Code is available on the website of the Company i.e. [www.bcl.ind.in](http://www.bcl.ind.in) All Board Members and Senior Management Personnel have affirmed compliance of the Code during the Financial Year 2022-23. A declaration signed by the Managing Director & Chief Financial Officer to this effect, is attached to this report.

## 17. FUND RAISING BY ISSUANCE OF DEBT SECURITIES, IF ANY

Pursuant to SEBI circular Nos. SEBI/HO/DDHS/CIR/P/2018/144 DATED 26/11/2018 and SEBI operational circular No.: SEBI/HO/DDHS/P/ CIR/2021/613 dated August 10, 2021 updated till April 13, 2022, the Company is not identified as a Large Corporate as per the applicability criteria given under the Chapter XII of SEBI Operational circular dated August 10, 2021, Moreover, the Company has not raised any fund by issuance of debt securities.

### Note:

In terms para of 3.2(ii) of the circular, beginning FY 2022, in the event of shortfall in the mandatory borrowing through debt securities, a fine of 0.2% of the shortfall shall be levied by Stock Exchanges at the end of the two-year block period. Therefore, an entity identified as LC shall provide, in its initial disclosure for a financial year, the name of Stock Exchange to which it would pay the fine in case of shortfall in the mandatory borrowing through debt markets.

## 18. GENERAL BODY MEETINGS

- (i) Details of Annual General Meetings (AGM) and Extra-ordinary General Meetings (EGM) of the Company held during the last three Financial Years are as follows:

Meeting	Day	Date	Time	Venue	No. of Special Resolutions Passed
46 <sup>th</sup> AGM	Tuesday	27.09.2022	3.00 P.M	Through Video Conferencing (VC) or other Audio Visual Means (OVM).	2
45 <sup>th</sup> AGM	Tuesday	28.09.2021	3.00P.M	Through Video Conferencing (VC) or other Audio Visual Means (OVM).	2
44 <sup>th</sup> AGM	Saturday	31.10.2020	3.00 P.M.	Through Video Conferencing (VC) or other Audio Visual Means (OVM).	5
EGM	Thursday	09.02.2023	11.00 A.M	Through Video Conferencing (VC) or other Audio Visual Means (OVM).	2

### Extra Ordinary General Meeting

Extra Ordinary General Meeting of the shareholders was held during the financial year ended March 31, 2023.

- (ii) At the ensuing Annual General Meeting, there is no resolution which is proposed to be passed by postal ballot.
- (iii) During the financial year 2022-23, No resolution was passed, through Postal Ballot.

## 18. MANAGING DIRECTOR/CHIEF FINANCIAL OFFICER CERTIFICATION

The Managing Director (MD) and Chief Financial Officer (CFO) have certified to the Board, inter-alia, the accuracy of Financial Statements and adequacy of Internal Controls for the financial reporting purpose as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended March 31, 2023.

## 19. MEANS OF COMMUNICATION

### Financial Results:

Quarterly/Half Yearly/Annual Results of the Company are regularly submitted to the Stock Exchanges through NSE Electronic Application Processing System and BSE Corporate Compliance & Listing Centre. The same are also published in the newspapers viz. The Financial Express /Desh Sewak etc.

### Earning Calls and Presentations to Analysts

The Company posts its Quarterly/Half Yearly/Annual Results, Annual Report, official news releases, presentations made to investors and transcripts of the meetings with institutional investors/analysts, if any, on its website i.e. [www.bcl.ind.in](http://www.bcl.ind.in) This website contains the basic information about the Company e.g. details of its business, financial information, shareholding pattern, compliance with corporate governance, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances and such other details as prescribed under Regulation 46 of the Listing Regulations. The Company ensures that the contents of its website are updated at all times.

### Intimation to Stock Exchanges

The Company also regularly intimates to the Stock Exchanges all price sensitive and other information which are material and relevant to the investors.

## 20. GENERAL SHAREHOLDERS INFORMATION

### I. COMPANY REGISTRATION DETAILS

The Company is registered in the State of Punjab, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L24231PB1976PLC003624.

### II. 47TH ANNUAL GENERAL MEETING

<b>DATE</b>	26/09/2023
<b>TIME</b>	3 PM
<b>DAY</b>	Tuesday
<b>VENUE</b>	Online
1. BOOK CLOSURE DATES	23/09/2023 TO 26/09/2023
2. CUT OFF DATE	18/09/2023

### III. FINANCIAL CALENDAR 2023-24 (TENTATIVE)

First Quarter Results	Middle of August, 2023
Second Quarter Results	Middle of November, 2023
Third Quarter Results	Middle of February, 2024
Fourth Quarter Results and Yearly	Middle/End of May, 2024
Notice/Directors Report	August, 2024

### IV. FINANCIAL YEAR: 01<sup>st</sup> April to 31<sup>st</sup> March

The company follows the financial year beginning From 1<sup>st</sup> April of every year and ends on 31<sup>st</sup> March of the next subsequent year.

### V. LISTING ON STOCK EXCHANGE

The Company's securities are listed on the following stock exchanges:

S. NO.	Name of Stock Exchange	Address of Stock Exchange	Scrip Code
1.	BSE LIMITED (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	524332
2.	NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE)	National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051	BCLIND

### VI. DIVIDEND RELATED INFORMATION

The Board of Directors of the Company at their meeting held on May 29, 2023 have, inter alia, approved and recommended payment of Final Dividend of ₹ 5/- per equity share on the face value of ₹ 10/- (Rupee Ten) each i.e @50% for the Financial Year 2022-23 ('Final Dividend'), subject to approval of the members at the ensuing AGM. Final dividend for the Financial Year 2022-23, if approved by the members at the ensuing AGM, will be paid on or after, 30<sup>th</sup> September, 2023, but before the statutory time limit of 30 days from the date of declaration to those members whose names appear on the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on the record date. Members holding shares in physical/demat form are hereby informed that the bank particulars registered with RTA or their respective DP, as the case may be, will be considered by the Company for payment of Final Dividend. Members holding shares in physical/demat form are required to submit their bank account details, if not already registered, as mandated by the SEBI. In case the Company's dividend banker is unable to process the final dividend to any member by electronic mode, due to non-availability of the details of the bank account or for any other valid reason whatsoever, the Company shall dispatch the dividend warrants/demand drafts to such Member by post.

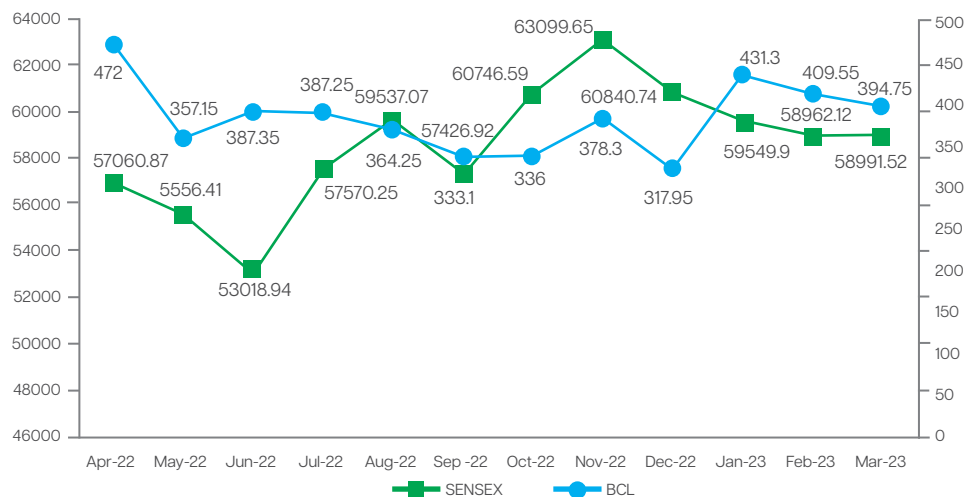
## VII. STOCK MARKET DATA

BSE SCRIP CODE	524332
NSE SCRIP CODE	BCLIND
ISIN	INE412G01016
FACE VALUE	₹ 10/- Per Share

The Company has duly paid the Listing Fees to aforesaid Stock Exchange upto financial year 2022-23 in the prescribed timelines.

The month wise highest, lowest and closing stock prices vis a vis BSE Sensex\* during the financial year 2022-23 are given Below:

Month	BCL AT BSE				BCL AT NSE				BSE SENSEX		
	High Price	Low Price	Close Price	No. of Shares	High Price	Low Price	Close Price	No. of Shares	High	Low	Close
Apr-22	516.40	448.35	472.00	261513	515.15	448.4	476.25	562507	60845.10	56009.07	57060.87
May-22	478.70	333.80	357.15	146274					57184.21	52632.48	55566.41
Jun-22	395.00	342.10	387.35	87465					56432.65	50921.22	53018.94
Jul-22	397.00	365.00	387.25	56868	395	362	387.9	591186	57619.27	52094.25	57570.25
Aug-22	410.00	335.05	364.25	163945	411.4	341.00	364.35	1536068	60411.20	57367.47	59537.07
Sep-22	372.95	305.00	333.10	153788	372.5	306.1	332.15	923842	60676.12	56147.23	57426.92
Oct-22	347.00	311.90	336.00	78954	347.75	318.05	333.95	672994	60786.70	56683.40	60746.59
Nov-22	394.70	276.15	378.30	187849	393	278.65	378.2	2558569	63303.01	60425.47	63099.65
Dec-22	405.00	286.00	317.95	369276	404.4	311.1	318.65	3113240	63583.07	59754.10	60840.74
Jan-23	465.55	300.00	431.30	463075	465.8	301.85	432.65	8738534	61343.96	58699.20	59549.90
Feb-23	468.70	384.00	409.55	272416	468.85	383.95	409.05	2646976	61682.25	58975.97	58962.12
Mar-23	466.35	380.55	394.75	218077	467	385	393.7	2669968	60498.48	57084.91	58991.52





## VIII. REGISTRAR AND SHARE TRANSFER AGENT (RTA)

In accordance with the Circular of Securities and Exchange Board of India (SEBI), the work of physical share transfer of the Company is with M/S LINK INTIME INDIA PVT LTD., Noble Heights, 1<sup>st</sup> Floor, Plot NH 2 C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058, Email: [Delhi@Linkintime.Co.in](mailto:Delhi@Linkintime.Co.in), Phones: 011- 49411000, Fax: 011- 41410591. Electronic Mode i.e de-materialization of shares is already done through them. Thus activities of share transfer and demat are at single point with them. The ISIN of the Company is: INE412G01016. The shares of the Company are traded compulsorily in Demat form on BSE and NSE. The Company has participation as an issuer with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). All the fees to both Depositories stands paid till date. The shareholders may operate through any depository.

## IX. NORMS FOR FURNISHING OF PAN, KYC, BANK DETAILS AND NOMINATION

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated 16<sup>th</sup> March, 2023, in supersession of earlier Circular(s) issued on the subject, has prescribed common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details. As per the said Circular, it is mandatory for the shareholders holding securities in physical form to, inter alia, furnish PAN, KYC, and nomination details. Physical folios wherein the PAN, KYC, and nomination details were not available on or after 1<sup>st</sup> April, 2023, were to be frozen by the RTA and would be eligible for lodging grievance or any service request only after registering the required details. The said timeline of 1<sup>st</sup> April, 2023 for freezing of folios has been extended to 1<sup>st</sup> October, 2023. Any payments including dividend in respect of such frozen folios shall only be made electronically with effect from 1<sup>st</sup> April, 2024, upon registering the required details. The said physical folios shall be referred by the Company or RTA to the administering authority under the Prohibition of Benami Property Transactions Act, 1988 and/or Prevention of Money-Laundering Act, 2002, if they continue to remain frozen as on 31<sup>st</sup> December, 2025.

If a Shareholder holding shares in physical form desires to opt out or cancel the earlier nomination and record a fresh nomination, the Shareholder may submit the same in the prescribed form. Shareholders holding shares in demat form who have not furnished nomination nor have submitted declaration for opting out of nomination, are required to register or opt out from nomination, as the case may be, on or before 30<sup>th</sup> September, 2023, failing which their trading accounts shall be frozen for trading and demat account shall be frozen for debits. The relevant Circular(s) and necessary forms in this regard have been made available on the website of the Company viz. [www.bcl.ind.in](http://www.bcl.ind.in) and also with RTAs of the Company. Accordingly, the members are advised to register their details with the RTA or DPs, in compliance with the aforesaid SEBI guidelines for smooth processing of their service requests and trading without any hindrance.

### SHARE TRANSFER SYSTEM

In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Board has delegated the authority for approving transfer, transmission etc to the Stakeholders' Relationship Committee. The Company obtained following certificate(s) from a Practising Company Secretary and submitted the same to the stock exchanges within stipulated time:

Certificate confirming due compliance of share transfer formalities by the Company pursuant to Regulation 40(9) of the SEBI Listing Regulations for the year ended 31<sup>st</sup> March, 2023 respectively with the Stock Exchanges; and

Certificate regarding reconciliation of the share capital audit of the Company on quarterly basis. All share transfer and other communication regarding share certificates, change of address, dividend etc. should be addressed to R & T Agent of the Company at the address given above:-

LINK INTIME INDIA PVT LIMITED  
NOBLE HEIGHTS, 1ST FLOOR, PLOT NH 2  
C-1 BLOCK LSC, NEAR SAVITRI MARKET  
JANAKPURI, NEW DELHI – 110058  
Phone: 011 – 4941 1000 , Fax: +91 11 4141 0591  
EMAIL: [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in), [swapann@linkintime.co.in](mailto:swapann@linkintime.co.in)

**RATING OBTAINED BY THE COMPANY**

A Stable Outlook, Infomerics Valuations and Ratings Private Limited, During the year under review, Infomerics Valuations and Ratings Private Limited has upgraded the Credit Rating from Single A to A+ Stable outlook.

**DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2023**

Sr. No.	Shares range			Number of shareholders/Folios	Percentage of total shareholders	Total shares for the range	Percentage of issued capital
1	1	to	500	22639	93.7045	1670747	6.9182
2	501	to	1000	729	3.0174	568004	2.3520
3	1001	to	2000	373	1.5439	556016	2.3020
4	2001	to	3000	129	0.5339	325578	1.3481
5	3001	to	4000	61	0.2525	215917	0.8941
6	4001	to	5000	50	0.207	236856	0.9808
7	5001	to	10000	83	0.3435	604325	2.5024
8	10001	to	Above	96	0.3974	19972557	82.7021
<b>Total</b>				<b>24160</b>	<b>100</b>	<b>24150000</b>	<b>100</b>

**COMPLIANCE WITH MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT REGULATION, 2015)**

The Company has fully complied with the applicable requirements as laid down in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of ensuring Corporate Governance.

**SHAREHOLDING PATTERN OF THE COMPANY AS ON MARCH 31, 2023**

Category	No. of shares of face Value of ₹ 10/- Each	% Of shareholding
Promoters/ Promoters Group	14818827	61.36
Mutual Funds/ Alternate Investment Funds		
Banks, Fls, Etc.	---	0.00
Foreign Portfolio Investors	100000	0.41
Foreign Institutional Investors	---	0.00
Investor Education and Protection fund (IEPF)	312249	1.29
Resident Individual	5800796	24.01
Private Corporate Bodies	2351143	9.73
Non Resident Indians	191790	0.79
Central/ State Govt.	---	0.00
HUF	567970	2.35
Clearing Members	7225	0.03
<b>GRAND TOTAL</b>	<b>24150000</b>	<b>100.00</b>

### SHAREHOLDING OF DIRECTORS AS ON MARCH 31, 2023

The shareholding of the all the Directors in the Equity Share Capital of the Company is given as follows:

Name of Directors	Number of Shares held as on March 31, 2023
Mr. Ramesh Chander Nayyar	NIL
Mr. Rajinder Mittal	4068040(16.84%)
Mr. Sat Narain Goyal	75(0.00%)
Mr. Kushal Mittal	4206970(17.42%)
Mrs. Neerja Jain	NIL
Mr. Parampal Singh Bal	NIL

### DEMATERIALIZATION OF SHARES:

The Company's shares are tradable in the dematerialized form only. The Company has established connectivity with the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through LINK INTIME INDIA PRIVATE LIMITED, Registrar and Transfer Agents (RTA). The promoters hold their entire shareholding in dematerialized form. As on March 31, 2023, 2,38,92,480 Equity Shares (98.93% of the total paid-up share capital) were held in dematerialize form and the rest in physical form. In terms of Regulation 40(1) of Listing Regulations, as amended, securities can be transferred only in dematerialized form with effect from April 01, 2019. Further, with effect from January 24, 2022, SEBI has mandated listed companies to issue securities in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/ sub-division/ splitting/ consolidation of securities, transmission/ transposition of securities. SEBI vide its Circular dated January 25, 2022 clarified that listed entities/ RTAs shall now issue a Letter of Confirmation in lieu of the share certificate while processing any of the aforesaid investor service request. We request the shareholders, who are holding shares in physical mode to dematerialize their shares.

NOTE: The shareholders in respect of dematerialized shares should address correspondence to their respective Depository Participants (DPs).

### VIII. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

There are no unclaimed equity shares. So disclosure of details of unclaimed shares in suspense account during the year as on 31<sup>st</sup> March, 2023 are Nil.

### SUSPENSION OF SECURITIES, IF ANY

The securities of the Company have not been suspended from trading.

### IX. COMPLIANCE OFFICER

Mr. Ajeet Kumar Thakur Company Secretary, Phones +91- 0164-2240163, 2240443, 2211628. Email: cs\_bcl@mittalgroup.co.in

### X. CEO/ MG. DIRECTOR

MANAGING DIRECTOR: Mr. Rajinder Mittal Phones +91- 0164-2240163, 2240443, 2211628

### XI. CHIEF FINANCIAL OFFICER (CFO)

Mr. Gulab Singh

Phones +91- 0164-2240163, 2240443, 2211628.

### XII. DESIGNATED EMAIL ID FOR INVESTORS

[cs\\_bcl@mittalgroup.co.in](mailto:cs_bcl@mittalgroup.co.in)

### XII. GREEN INTITATIVE:

The Ministry of Corporate Affairs has undertaken the Green Initiative in Corporate Governance by allowing paperless compliances by Companies through electronic mode. Our Company supports the Green Initiative. Our Company appeals to its shareholders

who are yet to register their E-mail addresses with the Company can take necessary steps for registering the same so that you can also become a part of the initiative and contribute towards a Greener environment.

#### **COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES.**

Risks are associated with various forex exposures like translation, transaction, economic etc. The Company would have on risk on net import side. Import Exposure includes Acceptance, Trade Payables, Trade Buyer's Credit, Interest Payable, CAPEX Buyer's Credit etc. and export exposure includes trade receivables etc.

There are various financial instruments for hedging available to mitigate these risks like Forward Cover, Options and Derivative etc. Based on the risks involved in the hedging instrument, the Company is generally uses Forward Cover as measure for mitigating the Forex Volatility.

Disclosure of commodity price risks and commodity hedging activities: The Company has price review mechanism to protect against material movement in price of raw materials.

As per the SEBI Circular dated November 15, 2018, disclosure regarding exposure of the Company to various commodities for the financial year ended on March 31, 2023 is as under:

Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:

- a. Total exposure of the listed entity to commodities in ₹ : NIL/NA
- b. Exposure of the listed entity to various commodities:

Commodity Name	Exposure in ₹ towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				
			DOMESTIC		INTERNATIONAL		TOTAL
			OTC	Exchange	OTC	Exchange	
NIL/NA			NIL	NIL	NIL	NIL	NIL

- c. Commodity risks faced by the listed entity during the year and how they have been managed:

Senior management monitors commodity price risk and foreign exchange risk and based on the expert advice taken necessary step for its coverage. The Company has a very robust and well proven policies for commodities and inputs sourcing and prices are generally on the lower side. The Company has adequate working capital arrangements in place to adhere to the above policy procurement every year.

#### **DETAILS OF FEES PAID BY THE COMPANY AND ITS SUBSIDIARIES, ON CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR AND TO ALL ENTITIES IN THE NETWORK FIRM/NETWORK ENTITY OF WHICH THE STATUTORY AUDITOR IS A PART IS AS UNDER:**

Fee disclosures as required by Clause 10(k), Part C, Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The total fees for all services paid by the Company and its Subsidiary (Audit of subsidiary done by other Auditor) on a consolidated basis, to M/s AMRG & Associates, Statutory Auditors and other firms in the network entity of which the statutory auditor is a part (Not Applicable), as included in the consolidated financial statements of the Company for the year ended March 31, 2023, is as follows:

Audit Fees paid ₹ 34.00 Lakhs  
 Out of Pocket Expenses -  
 Total ₹ 34.00 Lakhs

**DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company is committed to provide a healthy environment to all its employees and has zero tolerance for sexual harassment at workplace. In order to prohibit, prevent and redress complaints of sexual harassment at workplace, it has complied with the provisions relating to the constitution of the Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [14 of 2013]. The Company has not received any complaint of sexual harassment during the financial year 2022-23.

**TRANSFER OF UNCLAIMED/UNPAID DIVIDENDS/ SHARES TO IEPF**

Pursuant to provision of the Section 125 and other applicable provisions of the Act, dividends that remain unpaid / Unclaimed for a period of consecutive 7 years, are required to be transferred to the account administered by the Central Government viz. Investor Education and Protection Fund (“IEPF”). Further, according to the said Rules, the shares on which Dividend has not been encashed or claimed by the Members for 7 consecutive years or more shall also be transferred to the demat account of the IEPF Authority.

During the financial year 2022-2023, pursuant to the provisions of the Section 124 of the Act, Final Dividend for the Financial year 2014-15 amounting to ₹ 293154.60 which remained unclaimed for a period of 7 years, has been transferred by the Company to the IEPF Authority and the concerned Equity shares for the financial year 2014-15 aggregating to 180080.00 equity shares have also been transferred to demat account of IEPF Authority. Members may after completing the necessary formalities, claim their unpaid Dividends to avoid transfer of underlying Shares to IEPF.

The Members who have a claim on the above dividends and shares may claim the same from the IEPF Authority by submitting an online application in web Form No. IEPF-5 which is available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and by sending a physical copy of the same, duly signed by them to the Company, along with requisite documents enumerated in the Form IEPF-5. List of dividends/ shares so far transferred to the IEPF Authority are available on the website of IEPF Authority and the same can be accessed through the link: [www.iepf.gov.in](http://www.iepf.gov.in). Such details are also available on the website of the Company at [www.bcl.ind.in](http://www.bcl.ind.in).

The Company has appointed Mr. Rajinder Mittal, Mg. Director as a Nodal Officer and Mr. Sat Narain Goyal, Whole Time Director as Deputy Nodal Officer for the purpose of coordination with Investor Education and Protection Fund Authority. Details of the Nodal Officer are available on the website of the Company at [www.bcl.ind.in](http://www.bcl.ind.in).

**PLANT LOCATIONS**

1. BCL Industries Limited: Hazi Rattan Link Road, Bathinda, Punjab.
2. BCL Industries Limited Distillery Unit- Village : Sangat, Bathinda, Punjab.
3. BCL Industries Limited Unit: Village Ghubaya, Firozpur, Punjab.
4. Svaksha Distillery Limited ( Subsidiary of BCL Industries Limited), Kharagpur, West Bengal.

**ADDRESS FOR CORRESPONDENCE**

**BCL Industries Limited**

REGD. OFFICE: Hazi Rattan, Link Road, Post Box No. 71,  
 Bathinda-151001 (Punjab) INDIA  
 Ph.: 0164-2240163, 2240443, 2211628, Fax: 0164-500363 Website: [www.bcl.ind.in](http://www.bcl.ind.in), Email: [info@bcl.ind.in](mailto:info@bcl.ind.in)

# CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members,

**BCL Industries Limited**

Hazi Rattan, Link Road, Bathinda-151001 (Punjab)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of BCL Industries Limited having CIN: L24231PB1976PLC003624 and having its registered office at Hazi Rattan, Link Road, Bathinda-151001 (Punjab) (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C sub-clause (i) of Clause 10 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://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, as at the end of the Financial Year on March 31, 2023, 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 statutory authority:

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	RAJINDER MITTAL	00033082	01/04/1992
2	SAT NARAIN GOYAL	00050643	01/11/2004
3	PARAMPAL SINGH BAL	09013282	09/01/2021
4	RAMESH CHANDER NAYYAR	02945713	14/08/2014
5	NEERJA JAIN	07121987	14/09/2019
6	KUSHAL MITTAL	07276145	01/04/2020

\*The date of appointment is as per the MCA Portal.

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 this based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For S. Parnami & Associates**

Company Secretaries

**Sourabh Parnami**

Membership Number: FCS – 9396

Certificate of Practice Number: 11181

Peer Review Certificate Number: 2466/2022

UDIN: F009396E000763721

Dated: August 9, 2023

Place: Bathinda

## Managing Director (MD) /Chief Financial Officer (CFO) Certification

To,  
The Board of Directors,  
**BCL INDUSTRIES LIMITED**  
(CIN: L24231PB1976PLC003624)  
Hazi Rattan, Link Road,  
Bathinda-151001 (Punjab)

As required under the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the Listing Regulations] read with Schedule II part B of the Listing Regulations,

we hereby certify that;

- (A) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2023 and that to the best of our knowledge and belief;
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (B) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- (C) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to take to rectify these deficiencies; and
- (D) We have indicated to the auditors and the Audit committee;
1. significant changes in internal control over financial reporting during the financial year;
  2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  3. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For BCL Industries Limited**

**(RAJINDER MITTAL)**

Managing Director

DIN: 00033082

**(GULAB SINGH)**

CFO

Date : August 9, 2023

## Declaration Regarding Code of Conduct

This is to confirm that the Board has, as per the requirements of Regulation 17(5) of the Listing Regulations, laid down a Code of Conduct applicable to all the Board Members and Senior Management Personnel of the Company. The Code of Conduct has also been posted on the website of the Company. In accordance with the provisions of Schedule V (D) of the said Regulations, it is further confirmed that all Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended March 31, 2023, as envisaged in Regulation 26(3) thereof.

**For BCL Industries Limited**

Place : Bathinda, Punjab

Date : August 9, 2023

**(RAJINDER MITTAL)**

Managing Director

DIN: 00033082

**(SAT NARAIN GOYAL)**

Whole Time Director

DIN: 00050643



# CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,  
The Members of  
**BCL INDUSTRIES LIMITED**  
Hazi Rattan Link Road  
Bathinda, Punjab

I have examined the compliance of conditions of Corporate Governance by BCL Industries Limited (“the Company”), for the year ended March 31, 2023, as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time [hereinafter referred to as the “Listing Regulations”].

The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stated above.

Based on our examination of relevant records and according to the information and explanations provided and the representations given to us by the Management, 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 Sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Listing Regulations for the year ended March 31, 2023.

We further 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.

**FOR S. PARNAMI & ASSOCIATES**

Company Secretary

**Sourabh Parnami**

(Proprietor)

Membership Number: FCS -9396

Certificate of Practice Number: 11181

Peer Review Certificate Number: 2466/2022

UDIN: FO09396E000763831

Place: Bathinda

Date: August 9, 2023

# Business Responsibility & Sustainability Report



## SECTION A: GENERAL DISCLOSURES

### I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L24231PB1976PLC003624
2.	Name of the Listed Entity	BCL INDUSTRIES LIMITED
3.	Year of incorporation	1976
4.	Registered office address	Hazi Rattan Link Road Bathinda- 151001 (PB)
5.	Corporate address	Hazi Rattan Link Road Bathinda- 151001 (PB)
6.	E-mail	cs_bcl@mittalgroup.co.in
7.	Telephone	+91 164- 2240163
8.	Website	www.bcl.ind.in
9.	Financial year for which reporting is being done	April 1, 2022 to March 31, 2023
10.	Name of the Stock Exchange(s) where shares are listed-	BSE Limited and NSE Limited
11.	Paid-up Capital	Rs. 24150000/-
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Ajeet Kumar Thakur Tel- +91 84277-79357
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Disclosure made in this report are on a standalone basis and pertain only to BCL Industries Limited

### II. Products/services

#### 14. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of main activity	Description of business activity	% of turnover entity
1.	Manufacturing	Edible oil & vanaspati	66.23%
2.	Manufacturing	Distillery	32.98%
3.	Construction	Real Estate	0.79%

#### 15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
<b>Edible Oil</b>			
1.	Vegetable oils & Fats excluding corn oil	10402	51.02%
2.	Oil cakes & Meals	10406	5.25%
3.	Hydrogenated Oil & Vanaspati Ghee	10401	5.01%
4.	Rice	10612	3.22%
<b>Distillery</b>			
1.	Ethanol	2208	10.92%
2.	ENA	2208	14.46%
3.	DDGS	2208	4.80%
<b>Real Estate</b>			
1.	Real Estate(Units and Related Services)	68200	0.79%

**III. Operations**
**16. Number of locations where plants and/or operations/offices of the entity are situated:**

Location	Number of plants	Number of offices	Total
National	3	2	5
International	-	-	-

**17. Markets served by the entity:**
**a. Number of locations**

Locations	Number
National (No. of States)	5 State(Punjab, Haryana, Gujrat,Himachal Pradesh, Rajasthan)
International (No. of Countries)	

**b. What is the contribution of exports as a percentage of the total turnover of the entity?**

NIL

**c. A brief on types of customers**

BCL Industries Limited caters to the following types of customers:

- Ethanol is sold to Oil Marketing Companies.
- ENA is sold to Major Wine Brands.
- Edible Oil such as Home Cook is sold to the Retail Consumer and to the Market Federations

**IV. Employees**
**18. Details as at the end of Financial Year:**
**a. Employees and workers (including differently abled)**

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	62	49	79.03%	13	20.96%
2.	Other than Permanent (E)	9	4	44.4%	5	55.5%
3.	<b>Total employees (D + E)</b>	<b>71</b>	<b>53</b>	<b>74.64%</b>	<b>18</b>	<b>25.35%</b>
<b>WORKERS</b>						
4.	Permanent (F)	190	188	98.94%	2	1.06%
5.	Other than Permanent (G)	47	46	97.87%	1	2.12%
6.	<b>Total workers (F + G)</b>	<b>237</b>	<b>234</b>	<b>98.73%</b>	<b>3</b>	<b>1.26%</b>

**b. Differently abled Employees and workers:**

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>DIFFERENTLY ABLED EMPLOYEES</b>						
1.	Permanent (D)	-	-	-	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	<b>Total differently abled employees (D + E)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>DIFFERENTLY ABLED WORKERS</b>						
4.	Permanent (F)	02	02	100%	-	-
5.	Other than Permanent (G)	-	-	-	-	-
6.	<b>Total differently abled workers (F + G)</b>	<b>02</b>	<b>02</b>	<b>100%</b>	<b>-</b>	<b>-</b>

### 19. Participation/Inclusion/Representation of women

	Total (A)	Females	
		No. (B)	% (B / A)
Board of Directors	6	1	16.66 %
Key Management Personnel	2	0	-

### 20. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	49	13	62	43	11	54	43	11	54
Permanent Workers	188	2	190	168	2	170	169	1	170

### V. Holding, Subsidiary and Associate Companies (including joint ventures)

#### 21. (a) Names of holding / subsidiary / associate companies / joint ventures

Sr. No.	Name of the holding / subsidiary / associate companies / Joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% Of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	SVAKSHA DISTILLERY LIMITED	Subsidiary	75%	NO

### VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **YES**

(ii) Turnover (in Rs.) **RS. 1996.47 CR.**

(iii) Net worth (in Rs.) **RS. 369.85 CR.**

### VII. Transparency and Disclosures Compliances

#### 23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution on at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	NO	NIL	NIL	NIL	NIL	NIL	NIL
Investors (other than shareholders)	YES <a href="https://www.bcl.ind.in/investor-calendar/#1501574130165-9f4b1499-d3f6">https://www.bcl.ind.in/investor-calendar/#1501574130165-9f4b1499-d3f6</a>	NIL	NIL	NIL	NIL	NIL	NIL

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution on at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Shareholders	YES <a href="https://www.bcl.ind.in/investor-calendar/#1501574130165-9f4b1499-d3f6">https://www.bcl.ind.in/investor-calendar/#1501574130165-9f4b1499-d3f6</a>	7	0	NIL	18	0	NIL
Employees and workers		0	0	NIL	0	0	NIL
Customers		0	0	NIL	0	0	NIL
Value Chain Partners		0	0	NIL	0	0	NIL
Other		0	0	NIL	0	0	NIL

#### 24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

Sr. No.	Material issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk/opportunity	Approach to adopt or mitigate	Positive/Negative Implications
1.	Waste Management	Opportunity	Waste Management infrastructure has an important role in delivering sustainable development. BCL has a robust collection and recycling process already in place with an intent to reduce plastic consumption. We also practice collection and disposal of waste edible oils and food products in safe manner.	We monitor all wastes in our manufacturing units and the wastes are within permissible limits as laid down by the regulators.	POSITIVE- 1. The plastic waste generated is collected back and recycled safely. 2. BCL efforts are directed towards low waste generation in the operations
2.	Water Management	Risk	Being a agri processing Company, BCL uses agricultural products as a raw material in most of its finished products. The production of Corn, Sunflower seeds, Rice etc. is a water- intensive process. Water being a finite resource this poses a risk to the operations of our business.	We are supporting various initiatives towards water management & harvesting. Rainwater harvesting is being practiced at all manufacture locations. We are also practicing reduction in raw water usage in manufacturing.	NEGATIVE- 1. We are taking efforts to ensure efficient water management to avoid it becoming an unsolvable issue.

Sr. No.	Material issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk/opportunity	Approach to adopt or mitigate	Positive/Negative Implications
3.	Energy Management	Opportunity	Energy management reduces costs while reducing the risk of energy scarcity. Effective energy management reduces the GHGs emissions and protects the environment.	We measure the facility's current energy consumption and identify opportunities to decrease energy consumption. Processes and systems are in place to ensure maximum energy efficiency and this will be continuously improved.	POSITIVE: - 1. Any cost put for improving the energy management system management system will fetch positive outcomes and reduced cost in the long run. It will bring down the GHG emissions.
4.	Employees Health & Safety	Risk	Health and safety impact company's practice as a responsible organization. Effective H&S performance also assists in attracting and retaining quality talent. This can also lead to decreased Productivity.	We have effective health and safety practices deployed in accordance with our policies on health and safety. Several efforts and initiatives have been put in place to ensure employee health and safety.	NEGATIVE: - Any Cost put towards employee health and safety will yield positive results in the long term.
5.	Human Rights	Risk	Changing regulations around human rights pose as a challenge.	We have all the relevant policies to mitigate the challenges of human rights and track any issues related to child labour, forced labour, involuntary labour & sexual harassment. We also maintain harmonious working environment with the workers at our factories and address their concerns through interactions and discussions.	NEGATIVE: - Any violation can lead to severe reputational risk and financial risk for the organization due to any punitive actions by regulators/legal authority.
6.	Labour Practices	Risk	Changing regulations around labour practices pose as a challenge.	We have put in substantial effort to ensure that we comply with all requirements of labour law and do beyond it as well.	NEGATIVE: - Workplace incidents related to employee's health and safety can result in litigation and plant shutdown, impact reputation and attract fines from the regulator.
7.	ESG Governance	Opportunity	A robust ESG governance structure will enable BCL in assessing its policies and processes from the perspective of minimizing the impact on the environment while empowering the society and act as responsible corporate citizen.	N/A	N/A

Sr. No.	Material issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk/opportunity	Approach to adopt or mitigate	Positive/Negative Implications
8.	Supply Chain Management	Opportunity	Setting up robust supply chain has helped us in business continuity and growth. Our supply chain has also ensured that we have competitive pricing and pass on its benefit to our consumers without any business disruptions.	Our business continuity plan and risk management plan has covered all foreseeable risks in our supply chain with measures already underway to address those.	POSITIVE: - Building resilience in our supply chain has helped us fetch long term results and growth.



## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	<a href="https://www.bcl.ind.in/wp-content/uploads/2023/06/BRSR-POLICY-BCL.pdf">https://www.bcl.ind.in/wp-content/uploads/2023/06/BRSR-POLICY-BCL.pdf</a>								
2. Whether the entity has translated the policy into procedures. (Yes / No)	N	N	N	N	N	N	N	N	N
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	N	N	N	N	N	N	N	N	N
4. Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.									
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p>BCL has created short- to medium plans to address priority areas like, climate change, plastic waste and circular economy, sustainable sourcing and sustainable livelihoods.</p> <p>This includes key areas such as specific energy consumption items and specific waste generation.</p>								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	To ensure progress against plan, BCL management has included the same in individual KRAs (Key Result Areas). Together with robust processes this will ensure regular monitoring of environmental KPIs (Key Performance Indicator), development of an environmental management plan, and review of progress on a regular basis to ensure that Businesses are on track with respect to the agreed road map.								

### Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting's related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

We bring herewith our first BRSR in compliance with SEBI's guidelines adhering to NGRBC principles. We are committed towards becoming a socially and environmentally responsible organization and have always maintained a very high standard of ethics.

It has been our belief that sustainability and growth go hand in hand and an organization's long-term success is determined by how proactively it responds to its environmental, social, and governance dimensions. Our corporate governance framework signifies our commitment to integrity and responsibility throughout our value chain. We are committed to adhering to the highest standards of integrity and ethics. In order to maintain these standards, the Company has adopted the 'Code of Conduct', which lays down the principles and standards in its dealing with all its stakeholders, including employees, customers, suppliers, government and the community. The Company is committed to develop and produce wholesome and safe food products to deliver against its vision of being amongst "India's Best Performing Most Respected Food Companies". The Environment Management practices of the Company focus on conservation of natural resources and waste management. The Company's environmental commitment is demonstrated through its Guidelines for management of health, safety and environment, extended to all our manufacturing units and business associates. The Company considers human resources as the most valuable asset of the Company and essential for consistent growth of the business.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).

At the highest level, the Board of Directors of the Company has the primary role of oversight of the Business Responsibility policy(ies). The CSR Committee of the Board reviews and oversees implementation of the Sustainability Policies of the Company on an annual basis.

The Heads of the various Departments and Corporate Functions are responsible for ensuring implementation of the Sustainability Policies of the Company within their respective Department / Corporate Function and communication of these Policies to the employees

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

Yes, the Board level Corporate Social Responsibility Committee is responsible for decision-making on CSR activities and overseeing Business Responsibility policy(ies).

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/ Committee of the Board/Any other Committee.									Frequency (Annually/Half Yearly/Quarterly)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Committee of the Board									Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Committee of the Board																	

Description of Main Activity	P1	P2	P3	P4	P5	P6	P7	P8	P9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No, we periodically conduct a comprehensive internal audit of our policies and evaluate and monitor any gaps found in the implementation of these policies.								





## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

**PRINCIPLE 1** Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

### ESSENTIAL INDICATORS (Mandatory)

**1. Percentage coverage by training and awareness programs on any of the principles during the financial year.**

Segment	Total number of training and awareness programs held	Topics /principles covered under the training and its impact	%Age of persons in respective category covered by the awareness programs
Board of Directors And Key Managerial Personnel		The Board of Directors of the Company are periodically briefed on various developments with respect to ESG initiatives as well as various Government Regulations and its impact on the operations of the Company. The KMPs Senior Management are also given periodic updates on BCL industries Limited Code of Conduct, the provisions of SEBI (Prohibition of Insider Trading Regulations and Whistle Blower Policy.	
Employees other than BOD and KMPs	2	The following topics are covered under the training Program(s): 1. POSH 2. Awareness/update session on Policy on Gifts, Donations, Imprest & Whistle Blower.	100%
Workers	2	The following topics are covered under the training Program(s): 1. POSH 2. Awareness/update session on Policy on Gifts, Donations, Imprest & Whistle Blower.	100%

**2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: The entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity’s website):**

	Name of the regulatory/enforcement agencies/judicial institutions	Monetary		Brief of the case	Has an appeal been preferred? (Yes/No)
		NGRB Principle	Amount (Rs.)		
Penalty/ Fine					
Settlement			NIL		
Compounding fee					

		Non-Monetary		
	NGRBC Principle	Name of the regulatory/ Enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment				
Punishment				NOT APPLICABLE

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/Judicial institutions
	Not Applicable

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

As Such Company does not have any structured anti- corruption or anti-bribery policy in place, but the basic general standard which is expected from the Employees is established as well as informed to them.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 23	FY 22
Directors	0	0
KMPs	0	0
Employees	0	0

6. Details of Complaints with regard to conflict of interest.

	FY 23		FY 22	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	Nil	0	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	Nil	0	Nil

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.
2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.

There have been no fines/penalties/action taken by regulators/ law enforcement agencies/judicial institutions, on cases of corruption and conflict of interest.

Yes. A policy on Related Party Transactions (RPTs) and determination of Material RPTs, has been formulated and approved by the Board. Details of such policies for dealing with RPT are disseminated on our website at <https://www.bcl.ind.in/wp-content/uploads/2022/04/Policy-on-RELATED-PARTY-TRANSACTIONS.pdf>. There were no materially significant related party transactions between BCL and the Directors, Promoters, Key Managerial Personnel, and other designated persons which may have a potential conflict with the interest of the Company at large. We have obtained prior approvals for all the related party transactions from the Audit Committee.

### Leadership Indicators (Voluntary)

1. Awareness programs conducted for value chain partners on any of the principles during the financial year:

We engage with our value chain partners from time to time. We collaborate with our suppliers for sourcing quality and sustainable raw material. We educate retailers and wholesalers on the various regulatory restrictions on food packaging and labeling, advertising, and promotion.

**PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe**

**Essential Indicators**

- Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	FY 23	FY 22	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	-	-	-

Note : The Company has done some expenditure related to R&D in specific technologies in order to improve the environmental and social impacts of product and processes and the Company is regularly doing it but since it's a growing Company and earlier there were no such reporting requirement were required. So, we are unable to identify the Exact Percentage but in next reporting we will provide the details regarding the Same.

- A. Does the entity have procedures in place for sustainable sourcing? (YES/ NO)**

Yes, The Company's Sourcing Model is very deep rooted and strong and our company has well fortified supply chain process.

- B. IF, Yes What Percentage of inputs were sourced sustainably?**

100%

- Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for**

- (a) **Plastics (including packaging)**
- (b) **E-waste**
- (c) **Hazardous waste and**
- (d) **other waste.**

BCL engages with certified e-waste handlers for disposal of e-waste. The Company receives disposable and recycling certificates from the respective e-waste vendors.

Plastic waste is recycled through EPR and gets disposed of through certified vendors. In case of other waste which includes food waste, BCL engages with authorized vendors to collect and convert the food waste to animal feed and/or some other industrial usage.

- Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Not Applicable

**Leadership Indicators (Voluntary)**

- Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

No, we have not conducted Life Cycle Perspective/ Assessments (LCA) for any of our products.

- If there are any significant social or environment concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along with action taken to mitigate the same.**

Name of Product/ Service	Description of the risk/concern	Action Taken
Not Applicable		

- Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed:**

We ensure that our packaging materials plastic waste including Multi-Layer Plastic have a safe disposal at the end of life.

- Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 23	FY 22
R&D	0%	0%

**PRINCIPLE 3** Businesses should respect and promote the well-being of all employees, including those in their value chains.

### Essential Indicators

#### 1. a. Details of measures for the well-being of employees:

Category	Total (A)	% Of employees covered by									
		Health insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
<b>Permanent employees</b>											
Male	49	23	46.93%	49	100%	0	0	0	0	0	0
Female	13	2	15.38%	13	100%	0	0	0	0	0	0
<b>Total</b>	<b>62</b>	<b>25</b>	<b>40.32%</b>	<b>62</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Other than Permanent employees</b>											
Male	4	1	25%	0	0	0	0	0	0	0	0
Female	5	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>9</b>	<b>1</b>	<b>11.1%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### b. Details of measures for the well-being of workers:

Category	Total (A)	% Of workers covered by									
		Health insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
<b>Permanent workers</b>											
Male	188	26	13.82%	80	42.55	0	0	0	0	0	0
Female	2	1	50%	-	%	0	0	0	0	0	0
<b>Total</b>	<b>190</b>	<b>27</b>	<b>14.21%</b>	<b>80</b>	<b>42.10%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Other than Permanent workers</b>											
Male	46	27	58.69%	0	0	0	0	0	0	0	0
Female	01	-	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>47</b>	<b>27</b>	<b>57.44%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### 2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	80.28%	76.32%	YES	63.38%		YES
Gratuity	100%	100%	YES	100%	100%	YES
ESI	33.80%	15.54%	YES	33.80%	68.77%	YES
Others – please specify	NIL	NIL	NOT APPLICABLE	NIL	NIL	NOT APPLICABLE

**3. Accessibility of workplaces Are the premises/offices accessible to differently abled employees as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes, the offices of BCL Industries Limited are accessible to all its employees including persons with disabilities.

**4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

In accordance with the requirements of the Right of Persons with Disabilities Act,2016,There is no such structured policy regarding equal opportunity at workplace but the company would adopt sympathetic approach towards it when such circumstances arises.

**5. Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	49	49	188	188
Female	13	13	2	2
Total	62	62	190	190

**6. Is there a mechanism available to receive and redress grievances for the Permanent and Non- Permanent employees' categories of employees? If Yes, Give details of the mechanism in brief.**

Case Details	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Workers	The Works Committee is formed to address permanent worker's grievances and its meets monthly once.
Other than Permanent Workers	NO
Permanent Employees	Yes, the Company has a whistle blower policy and policy on workplace harassment in place which provides guidance to raise a complaint in case of any concerns. There are specified people to address the Complaints.
Other than Permanent Employees	Not applicable

**7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:**

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees / Workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / Workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
<b>Total Permanent Employees</b>						
- Male	NA	NA	NA	NA	NA	NA
- Female	NA	NA	NA	NA	NA	NA
<b>Total Permanent Workers</b>						
- Male	NA	NA	NA	NA	NA	NA
- Female	NA	NA	NA	NA	NA	NA

## 8. Details of training given to employees and workers:

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No.(B)	% (B/A)	No.(C)	% (C/A)		No.(E)	% (E/D)	No.(F)	% (F/D)
<b>Employees</b>										
Male	49	30	61.22%	36	73.46%	42	31	73.80%	40	95.23%
Female	13	10	76.92%	12	92.30	10	9	90%	8	80%
<b>Total</b>	<b>62</b>	<b>40</b>	<b>64.51%</b>	<b>48</b>	<b>77.41%</b>	<b>52</b>	<b>40</b>	<b>76.92%</b>	<b>48</b>	<b>92.30%</b>
<b>Workers</b>										
Male	188	185	98.40%	180	95.74%	168	165	98.21%	160	95.23%
Female	2	2	100%	2	100%	2	2	100%	2	100%
<b>Total</b>	<b>190</b>	<b>187</b>	<b>98.42%</b>	<b>182</b>	<b>95.78%</b>	<b>170</b>	<b>167</b>	<b>98.23%</b>	<b>162</b>	<b>95.29%</b>

## 9. Details of performance and career development reviews of employees and worker:

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
<b>Employees</b>						
Male	49	42	85.71%	43	39	90.69%
Female	13	9	69.23%	11	5	45.45%
<b>Total</b>	<b>62</b>	<b>51</b>	<b>82.25%</b>	<b>54</b>	<b>44</b>	<b>81.48%</b>
<b>Workers</b>						
Male	188	180	95.74%	168	162	96.42%
Female	2	2	100%	2	2	100%
<b>Total</b>	<b>190</b>	<b>182</b>	<b>95.78%</b>	<b>170</b>	<b>164</b>	<b>96.47%</b>

## 10. Health and safety management system:

### a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage of such a system?

Yes, BCL has implemented an occupational health and safety management system. The Company believes that a safe and healthy work environment is a pre-requisite for employee well-being, and the adoption of best practices in occupational health and safety have a direct impact on its overall performance. BCL Aims to remove or reduce the risks to the health, safety and welfare of all workers, contractors and visitors, and anyone else who may be affected by our business operations. BCL aims to ensure all work activities are done safely. Awareness sessions are conducted on safety related aspects for the employees like Trainings and Safety week celebration.

### b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

BCL has identified the EHS Risk Management framework as one of the integral steps towards building a robust safety man-

agement system. This framework entails a set of processes for continual risk identification, assessment and mitigation, with active participation of the workforce in each of its facilities. Periodic safety audits are being conducted to assess the work-related Hazards. Safety week celebration and 'spot a hazard' exercises are carried out to encourage workers to identify hazards. HIRA (Hazard Identification and Risk Assessment) is conducted across the factories to identify and eliminate the hazard by the Employees as well as workers. Work Permits, Near Miss reporting system are some other routine processes to identify and report work related hazard.

### c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks.

Yes, we do have processes for workers to report work-related hazards and to remove themselves from such risk. "Spot a hazard" exercise is carried out to encourage workers to identify hazards. Training is being provided to the workers to report the hazard and what to do and not to do to be safe from such risks. We duly undertake subsequent implementation of corrective and preventive actions.

**d. Do the employees/workers of the entity have access to non-occupational medical and Healthcare services?**

Yes, the employees, permanent workers and their family members have access to non-occupational medical and healthcare services.

**11. Details of safety related incidents, in the following format:**

Safety Incident/Number	Category	FY 23	FY 22
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	1	0
No. of fatalities	Employees	0	0
	Workers		
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

**12. Describe the measures taken by the entity to ensure a safe and healthy workplace.**

In line with the Company's work health and safety policy, BCL is committed towards the health and safety of the employees and workers. We implement safety guidelines to mitigate safety risks at all times. We ensure employees participating in regular mock drills on fire safety and emergency evacuation. Internal audits are conducted on a periodic basis and detailed reports is submitted for evaluation. Basis on the reports and findings further corrective action is planned and implemented.

BCL ensures that all work activities are done safely. Regular training on safety is given to all the employees and workers. We induce a safety culture by motivating and encouraging employees to provide suggestions to improve safety performance. Safety week celebration is also a part of our culture which encourages all employees and workers to work in a safe and healthy environment.

**13. Number of complaints on the following made by employees:**

Benefits	FY 2023			FY 2022		
	Filed during the year	Pending resolution at the end	Remarks	Filed during the year	Pending resolution at the end	Remarks
Working conditions	0	0	NA	0	0	NA
Health and safety	0	0	NA	0	0	NA

**14. Assessments for the year:**

	% Of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

**15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health and safety practices and working conditions.**

The Company has been following standard operating procedures to comply with state/ local level regulations and ensure safety and hygiene protocols and necessary social distancing is being followed by employees and contractors in the offices and manufacturing plants. During the reporting period, the company reported no fatalities of any employee whilst on duty.

## LEADERSHIP INDICATORS (Voluntary)

### i. Does the entity extend any life insurance or any compensatory package in the event of death of?

	(Y/N)
Permanent Employees	Yes*
Permanent Workers	Yes*

\*Subject to the terms and conditions of the respective insurance policy(ies)

### 2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

BCL puts best efforts to engage with Vendors who are 100% compliant based on the track record.

### 3. Provide the number of employees having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. affected employees		No. of employees that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment.	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Employees	0	0	0	0
Workers	0	0	0	0

### 4. Does the entity provide transition assistance programmers to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

No.

### 5. Details on assessment of value chain partners

	% Of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	100%
Working Conditions	100%

## RINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

### Essential Indicators

#### 1. Describe the processes for identifying key stakeholder groups of the entity.

BCL believes in a robust relationship with the stakeholders. Any individual or group of individuals or institution that adds value to the business of the Company is identified as a core stakeholder. We recognized both, internal stakeholders which includes employees and leadership team and external stakeholders which includes external channels such as regulators, suppliers, investors, and community. The company reaches out to various groups of identified stakeholders through calls, questionnaire forms and meetings to gauge their views



**2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

Key Stakeholders	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication, (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Others	Frequency of engagement (Annually/ Half Yearly/Quarterly /Others- Please Specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement.
Employee	NO	Email, Notice Board	Annually, Need Basis and ongoing.	<ul style="list-style-type: none"> <li>• Learning and development</li> <li>• Well-being</li> <li>• Grievance redressal</li> <li>• Growth opportunities</li> </ul>
Suppliers	NO	Email, Website and vendor Meetings.	Need-basis.	<ul style="list-style-type: none"> <li>• Quality</li> <li>• Local procurement</li> </ul>
Investors & Shareholders	NO	Emails, Newspaper, Advertisement, Website and Notice Board.	Quarterly, Annually and need basis.	<ul style="list-style-type: none"> <li>• Business performance</li> <li>• Regulatory procedures &amp; compliance</li> <li>• General updates</li> </ul>
Government and Regulators	NO	Policy Intervention, Advocacy.	Need basis.	<ul style="list-style-type: none"> <li>• Taxation</li> <li>• Promotion</li> </ul>

**Leadership Indicators**

**1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

We maintain a constant and proactive engagement with our key stakeholders that enables us to communicate our strategy and performance. We practice continuous communication and engagement to align expectations. The board is regularly aligned on various developments and their feedback is sought regularly

**2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes. During the exercise of identifying material issues that are the most relevant and applicable for BCL, we consulted both internal and external stakeholders to identify issues with significant social or environmental impact for us. We ensure that we take inputs from stakeholders and integrate them into our processes and policies.

**PRINCIPLE 5 Businesses should respect and promote human rights****Essential Indicators**

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. of employee \ workers covered (B)	% (B / A)	Total (C)	No. of employee workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	62	62	100%	54	54	100%
Other than permanent	0	0	0%	0	0	0
<b>Total Employees</b>	<b>62</b>	<b>62</b>	<b>100%</b>	<b>54</b>	<b>54</b>	<b>100%</b>
<b>Workers</b>						
Permanent	190	190	100%	170	170	100%
Other than permanent	0	0	0	0	0	0
<b>Total Workers</b>	<b>190</b>	<b>190</b>	<b>100%</b>	<b>170</b>	<b>170</b>	<b>100%</b>

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2022-23					FY 2021-22				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum wages		More than Minimum Wage	
		No.(B)	% (B/A)	No.(C)	% (C/A)		No.(E)	% (E/D)	No.(F)	% (F/D)
<b>Employees</b>										
<b>Permanent</b>	62	0	0%	62	100%	54	0	100%	54	100%
Male	49	0	0%	49	100%	43	0	100%	43	100%
Female	13	0	0%	13	100%	11	0	100%	11	0
<b>Other than Permanent</b>	9	0	0%	9	100%	9	0	0%	9	100%
Male	4	0	0%	4	100%	4	0	0%	4	100%
Female	5	0	0%	5	100%	5	0	0%	5	100%
<b>Workers</b>										
<b>Permanent</b>	190	0	0%	190	100%	170	0	0%	170	100%
Male	188	0	0%	188	100%	168	0	0%	168	100%
Female	2	0	0%	2	100%	2	0	0%	2	100%
<b>Other than permanent</b>	47	0	0%	47	100%	47	0	0%	47	100%
Male	46	0	0%	46	100%	46	0	0%	46	100%
Female	1	0	0%	1	100%	1	0	0%	1	100%

**3. Details of remuneration/salary/wages, in the following format:**

Gender	Male		Female	
	Number	Median remuneration/salary/ wages of respective category	Number	Median remuneration/salary/ wages of respective category
Board of Directors (BOD)	3	38,40,000	0	0
Key Managerial Personnel	2	14,34,300	0	0
Employees other than BOD and KMP	43	39,765.58	11	35,555.45
Workers	188	17098.27	2	15, 330

**4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impact or issues caused or contributed to by the business?**

Yes, the Company has a whistle blower policy, and the chairman of Audit Committee is responsible for review of employee concerns reported through the Whistle Blower Mechanism. We also have a policy on workplace harassment which provides guidance to raise a complaint in case of any concerns. The respective department head along with Head of HR are responsible to address the complaints. We empower employees to place their concerns pertaining to human rights violations including but not limited to harassment, victimization, bullying and discrimination of any form for a formal investigation and satisfactory resolution of the grievance.

**5. Describe the internal mechanisms in place to redress grievances related to human rights issues.**

At BCL, guidance on human rights issues is covered as a part of its Code of Conduct. We have Whistle Blower Mechanism as part of the Code of Conduct which empowers the complainant to bring to the attention of the management, any concerns related to human right violation without fear of punishment or unfair treatment by reporting at designated e-mail or contact details. The mechanism also provides employees and Directors direct access to the Chairperson of the Audit Committee in exceptional cases. Any concerns reported are addressed by the direct touch team.

**6. Number of Complaints on the following made by employees and workers:**

Benefits	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	None	0	0	None
Discrimination at workplace	0	0	None	0	0	None
Child Labour	0	0	None	0	0	None
Forced Labour/ Involuntary Labour	0	0	None	0	0	None
Wages	0	0	None	0	0	None
Other human rights related issues	0	0	None	0	0	None

**7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

Our Whistle Blower Mechanism empowers the complainant to bring to the attention of his/her immediate supervisor, the Head – Human Resources and the Complaints Committee any concerns related to discrimination and harassment without fear of reprisal or unfair treatment by reporting at designated email or contact details.

**8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, human rights requirements form a part of the Company's agreements and contracts for hiring contractual employees and workers. We ensure the service provider to comply with regulatory requirements and prevent any form of discrimination including child labour, forced labour, payment of minimum wages, as well as adherence to safe working conditions.

**9. Assessments for the year:**

	<b>% of offices that were assessed (by entity or statutory authorities or third parties)</b>
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others - please specify	100%

**10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.**

Not Applicable.

**Leadership Indicators****1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

There have been no significant changes in business processes during the reporting period.

**2. Details of the scope and coverage of any Human rights due-diligence conducted.**

Nil

**3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes, the offices of BCL are accessible to persons with disabilities.

**4. Details on assessment of value chain partners**

	<b>% of value chain partners</b>
Sexual harassment	No such assessment has been done
Discrimination at workplace	No such assessment has been done
Child Labour	No such assessment has been done
Forced Labour/Involuntary labour	No such assessment has been done
Wages	No such assessment has been done

**5. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.**

Nil.

**PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment**

**Essential Indicators**

**1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	FY 2022-23	FY 2021-22
Total electricity consumption (A)	158223121	145229508
Total fuel consumption (B)	9739004	903615077
Energy consumption through other sources (C)	690023	136788
<b>Total energy consumption (A+B+C)</b>	<b>168652148</b>	<b>1048981373</b>
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	1042.93 (Rs)	5346.90 (Rs)

No independent assurance has been done for data verification

**2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not Applicable

**3. Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2022-23	FY 2021-22
<b>Water withdrawal by source (in kiloliters)</b>		
(i) Surface water	507079kl	523909kl
(ii) Groundwater	1016kl	N/A
(iii) Third party water		
(iv) Seawater / desalinated water		
(v) Others		
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>508095KL</b>	<b>523909KL</b>
Total volume of water consumption (in kilolitres)	508095KL	523909KL
Water 2121 intensity per rupee of turnover (Water consumed /turnover)	3.142	2.66
Water 2121 intensity (optional) –the relevant metric may be selected by the entity	--	--

No independent assurance has been done for data verification

**4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Yes, the entity has implemented a zero liquid discharge policy for all its plants and relevant procedures are in place and well-implemented and the entirety of plants are covered under the Zero liquid discharge policy.

**5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format**

Parameter	FY 2021-22	FY 2022-23	FY 2021-22
NOx			
SOx			
Particulate matter (PM)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others – please specify			

The Company has not done any assessment of this data.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	FY 2021-22	FY 2022-23	FY 2021-22
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	Not being presently done	Not being presently done
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	Not being presently done	Not being presently done
<b>Total Scope 1 and Scope 2 emissions per rupee of turnover</b>		Not being presently done	Not being presently done
<b>Total Scope 1 and Scope 2 emission intensity</b> (optional) – the relevant metric may be selected by the entity		Not being presently done	Not being presently done

No independent assurance has been done for data verification

7. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

NO

8. Provide details related to waste management by the entity, in the following format

Parameter	FY 2022-23	FY 2021-22
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste <b>(A)</b>		
E-waste <b>(B)</b>	0.001 tonne	0.001 tonne
Bio-medical waste <b>(C)</b>	0	0
Construction and demolition waste <b>(D)</b>	0	0
Battery waste <b>(E)</b>	0	0
Radioactive waste <b>(F)</b>	0	0
Other Hazardous waste. Please specify, if any. <b>(G)</b>	Approx.01kl	Approx.01kl
Other Non-hazardous waste generated <b>(H)</b> . Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)		
<b>Total (A+B + C + D + E + F + G+ H)</b>		
<b>For each category of waste generated, total waste recovered through recycling, re- using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
<b>Total</b>	0	0
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
<b>Total</b>	0	0

No Independent assurance has been done for data verification.

**9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

We strongly emphasize the conservation of natural resources and efficient waste management processes. Our plastic waste management processes are in line with Plastic Waste Management (PWM) EPR (Extended Producer Responsibility) guidelines under PWM Rule 2016. Every year, the Company collects, processes, and recycles the post-consumer multi-layer and non-multilayer plastic packaging waste as per CPCB guidelines. Our operations do not generate any hazardous waste. The other waste generated by the company is within the permissible limits given by CPCB/SPCB.

**10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

Sr. No.	Location of operations/office	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
NOT APPLICABLE			

**11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (yes/no)	Results communicated in public domain(yes/no)	Relevant Web link
BCL has not done any environmental impact assessment in FY 2022-23					

**12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

The company is in compliance with all the environmental regulations of the country. There have been no incidents of non-compliance related to the environment in FY 2022-23

**PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

**Essential Indicators**

1. a. **Number of affiliations with trade and industry chambers/ associations. 6**
- b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

Sr. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	All India Distillers Association, New Delhi	National
2	The Solvent Extractors' Association of India, Mumbai	National
3	Solvent Extractors, Association of Punjab	State
4	The Soyabean Processors Association of India	National
5	Indian Vanaspati Producers' Association of India	National
6	Grain ethanol manufactures Association	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
Not Applicable		

#### PRINCIPLE : 8 Businesses should promote inclusive growth and equitable development

##### Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (yes/no)	Results communicated by independent external agency (yes/no)	Relevant web link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Sr. No.	Name of project for which R&R is ongoing	State	District	No. of project Affected Families (PAFS)	% Of PAFS covered by R&R	Amounts paid to PAFS in the FY (In INR)
The Company does not have any ongoing projects as such.						

3. Describe the mechanisms to receive and redress grievances of the community.

We regularly engage with the communities in which our business operated and prepare processes to address their concerns. We prioritize the requirements and finalizes our community initiatives after a thorough understanding of the specific needs of each community through stakeholder engagement and need assessment.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2022-23	FY 2021-22
Directly sourced from MSMEs/ small producers	Nil	Nil
Sourced directly from within the district and neighboring districts	Nil	Nil

#### PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

##### ESSENTIAL INDICATORS(Mandatory)

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company has a well-defined mechanism for handling consumer grievances. The Company gives a toll-free number along with an email address on its products label as well as on the BCL website through which consumers can raise their complaints or query or feedback. The first response to all consumer grievances is given immediately on receiving the call by having a detailed conversation with the consumer to address his/her concern and timely closure of complaint. For other specific or technical query or information or product issues, estimated turnaround time is given to the consumer and complaints are forwarded to local area representatives for speedy response/closure and replacement to be provided to consumers, if required



**2. Turnover of Products and services as a percentage of turnover from all products/services that carry information**

	As a percentage to total turnover
Environment and social parameters relevant to the products	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

**3. Number of consumer complaints in respect of the following:**

	FY 2022-23			FY 2021-22		
	Received during the year	Pending resolution at end of the year	Remarks	Received during the Year	Pending resolution at the end of year	Remarks
Data privacy	0	0	None	0	0	None
Advertising	0	0	None	0	0	None
Cyber- security	0	0	None	0	0	None
Delivery of essential services	0	0	None	0	0	None
Restrictive Trade practices	0	0	None	0	0	None
Unfair Trade Practices	0	0	None	0	0	None

**4. Details of instances of products recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	nil	nil
Forced recalls	nil	nil

**5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

NO.

**6. Provide Details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of products recalls; penalty/action taken by regulatory authorities on safety of products/services.**

NIL.

# Independent Auditor's Report

TO THE MEMBERS OF  
**BCL INDUSTRIES LIMITED**

## REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### Opinion

We have audited the accompanying standalone financial statements of BCL Industries Limited (hereinafter referred to as "the Company"), which comprise the Standalone Balance Sheet as at March 31<sup>st</sup> 2023, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Cash Flow Statements for the year ended March 31<sup>st</sup> 2023, and notes to the standalone financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31<sup>st</sup>, 2023, its profits and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31<sup>st</sup>, 2023. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of audit procedures performed by us including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key Audit Matters	How our audit addressed the key audit matter
<p><b>A. Capitalization criteria for the capital expenses</b></p> <p>Capitalization criteria refer to the specific guidelines or requirements that the company uses to determine whether certain costs incurred in relation to the acquisition, construction, or development of an asset can be recognized as part of the asset's cost and subsequently capitalized in the financial statement.</p>	<p>Our audit procedures included and were not limited to the following: -</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the entity's capitalization criteria by reviewing relevant accounting policies, standards, and industry-specific guidelines.</li> <li>• Assessed the design and operating effectiveness of the controls with respect to capitalization criteria adopted by the management for recording of capital nature expenses under the appropriate heads.</li> </ul>

Key Audit Matters	How our audit addressed the key audit matter
<p>Significant judgment and estimates are involved for the capitalization of expenses to the property, plant and equipment of the company. Also, capitalization is as per the requirements under Ind AS and the criteria for intended use of the management has been met.</p> <p>The Company has incurred a net total capital expenditure of Rs. 19,889.95 lakhs during the year on tangible assets.</p> <p>Accordingly, the above matter relating to capitalization criteria of the company has been considered as a key audit matter.</p>	<ul style="list-style-type: none"> <li>• Assessed the nature of capital expenditure incurred by the company to test whether they meet the recognition criteria as set out under relevant Ind AS.</li> <li>• Reviewed the management's assessment of estimated useful lives of tangible assets, intangible assets, and recoverability of their carrying values with respect to anticipated future risks and requirement of recognition of impairment losses on account of non-recoverability of the carrying amounts.</li> <li>• Reviewed the documentation for capitalized expenses and their relevant disclosures as provided by the Company in the financial statements.</li> </ul>

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the standalone financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Company's annual report, if based on the work we have performed, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant rules and regulations.

### Management and Board of Director's Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and 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 (Ind AS) 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in:

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as --amended in our opinion and to the best of our information and according to the explanations given to us:
  - a. The Company has disclosed the impact of pending litigations as at March 31, 2023 on its financial position in its Standalone Financial Statements – (Refer Note-35) to the Standalone Financials Statements for the year ended March 31, 2023.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - d. (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
    - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
  - (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
    - (a). directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
    - (b). provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

- iii. Based on such audit procedures as 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 d(i) and d(ii) contain any material mis-statement.
  - e. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend. As stated in Note no. 44 in the standalone Ind AS financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
  - f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1<sup>st</sup> April, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable
4. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**FOR AMRG & Associates**

Chartered Accountants

FRN: 004453N

**CA Madhu Mohan**

**(Partner)**

M. No. 082938

UDIN: 23082938BGUISL3179

**Place: Bathinda, Punjab**

**Date: May 29, 2023**

# Annexure 'A' to the Independent Auditor's Report

on the Standalone Financial Statements of BCL Industries Limited for the year ended 31<sup>st</sup> March, 2023

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. In respect of the Company's fixed assets:
- (a) (A.) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant, and Equipment.
- (B.) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, The Company has a regular program of physical verification to cover all the items of Property, Plant and Equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- ii. In respect of the Company's Inventory:
- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by the management were appropriate. No discrepancies were noticed on verification between the physical stock and the book records that were 10% or more in the aggregate for each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the Books of accounts of the Company.
- iii. a) According to the information and explanations given to us, and on the basis of our examination of the records of the Company, the Company has made investments in one company, stood guarantee for one company and granted unsecured loans to one company during the year. However, the Company has not provided security or granted any secured loans or advances to companies, firms, Limited Liability Partnerships or any other parties during the year. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans, guarantees and securities to subsidiaries, joint ventures and associates and to parties other than subsidiaries, joint ventures and associates are as per the table given below:

Particulars	Guarantees (Rs.lakhs)	Investment (Rs. lakhs)	Loans (Rs. lakhs)
Aggregate amount granted/ provided during the year			
Subsidiary	14680.00	37.75 (provided by the way of corporate guarantee)	14275.15
Joint Ventures	-	-	-
Associates	-	-	-

Particulars	Guarantees (Rs.lakhs)	Investment (Rs. lakhs)	Loans (Rs. lakhs)
Others	-	-	-
Balance outstanding (gross) as at balance sheet date in respect of the above cases			
Subsidiary	14680.00	3,844.61 in equity, 37.75 in corporate guarantee, 3882.36 total	5346.31
Subsidiary	-	-	-
Joint Ventures	-	-	-
Associates	-	-	-
Others	-	-	-

- 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 the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, company has granted a loan to its subsidiary that is repayable on demand, hence this clause is not applicable.
- d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the over dues of existing loans given to the same party.
- f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has given loan either repayable on demand or without specifying any terms or period of repayment for which details are given below:

Aggregate amount of loans/ advances in nature of loans	Subsidiary (Svaksha Distillery Limited) Rs. in Lakhs
- Repayable on demand (A)	14275.15 Lakhs
- Agreement does not specify any terms or period of repayment (B)	-
<b>Total (A+B)</b>	<b>14275.15 Lakhs</b>
Percentage of loans/ advances in nature of loans to the total loans	100%

- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 & 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has accepted certain deposits from the public during the year.

Sr. No.	Particulars	Amount (Rs. In Lakhs)
	<b>Opening as on April 1, 2022</b>	<b>171.75</b>
A.	Accepted during the year	11.00
B.	Remained unpaid or unclaimed as at the end of the year	0
C.	The details of deposits which are not in compliance with the requirements of chapter V of the Companies Act, 2013	0
D.	Amounts of deposits repaid during the F.Y 2022-23	57.05
<b>E.</b>	<b>Balance of deposits outstanding at the end of the year i.e., March 31, 2023</b>	<b>125.70</b>

- vi. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) (d) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and cost records have been maintained. We have, however, not made a detailed examination of the cost records.



- vii. According to the information and explanations given to us, in respect of statutory dues:
- (a.) The Company does not have liability in respect of Sales tax, Service tax, Duty of excise and Value added tax since effective 1 July 2017, these statutory dues have been subsumed into GST.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ("GST"), Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.
- According to the information and explanations given to us, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues were in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (b.) According to the information and explanations given to us, there are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of disputes.
- viii. On the basis of verification of records and according to the information and explanation given to us, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- ix. In respect of the Company's Loans and borrowings -
- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any default in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) According to the information and explanations given to us and on, the basis of our examination of the records of the Company, the Company has not been declared as a wilful defaulter by any bank or financial institution or government or government authority.
- c) According to the information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
- d) According to the information and explanations given to us and on overall examination of the balance sheet of the Company, the funds raised on a short-term basis have not been utilized for long-term purposes.
- e) According to the information and explanation given to us and on overall examination of the balance sheet of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Therefore, clause 3(ix)(e) is not applicable to the Company.
- f) According to the information and explanation given to us and procedures performed by us, we report that, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Thus, reporting under clause 3(ix)(f) of the order is not applicable to the Company.
- x. In respect of shares and debentures: -
- (a.) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b.) The Company has raised funds by way of issue of Preferential Convertible Warrants. In our Opinion and according to explanation given to us by the company, funds raised during the year has been used for the purpose for which they were obtained. The Company has Complied with the requirement of Section 62 of the Companies Act, 2013.

				<b>Rs. in Lakhs</b>
<b>Nature of Security</b>	<b>Type of issue</b>	<b>Total Amount to be received</b>	<b>Amount Received As on 31-3-23</b>	<b>Nature of Non Compliance</b>
Preferential Convertible Warrant	Preferential Allotment	19678.80	4919.70	N.A

- xi. In respect of fraud
- a) Based on the examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

- b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government
- c) According to the information and explanation given to us, no complaints have been received from whistle-blowers. Thus, reporting under clause 3(xi)(c) of the order is not applicable to the Company.
- xii. According to the information and explanation given to us, the Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, and the details of related party transactions have been disclosed in the Standalone financial statements as required by the applicable Indian accounting standards.
- xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. In respect of NBFC:
- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, Clause 3(xvi) (a) of the order is not applicable.
- (b) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, 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. Accordingly, Clause 3(xvi)(b) of the order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- xvii. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year. Therefore, reporting under clause 3 (xvii) of the Order is not applicable to the Company.
- xviii. There has not been any resignation of the statutory auditors during the year. Therefore, reporting under clause 3 (xviii) of the Order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, Our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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.
- xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

**FOR AMRG & Associates**

Chartered Accountants

FRN: 004453N

**CA Madhu Mohan**

**(Partner)**

M. No. 082938

UDIN: 23082938BGUJSL3179

**Place: Bathinda, Punjab**

**Date: May 29, 2023**

# Annexure “B”

## to the Independent Auditor’s Report

on the Standalone Financial Statements of BCL Industries Limited for the year ended 31<sup>st</sup> March, 2023

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

(Referred to paragraph 2(f), under “Report on Other Legal and Regulatory Requirements” section of our report of even date)

#### Opinion

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

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2023 based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

#### Management’s and Board of Director’s Responsibilities for Internal Financial Controls

The Company’s Managements and the Board of Directors of the Company are responsible for establishing and maintaining internal financial controls with reference to the Standalone Financial Statements based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 Companies Act, 2013.

#### Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to the Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the Standalone Financial Statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

### Meaning of Internal Financial Controls with Reference to Standalone Financial Statements.

A Company's internal financial control with reference to the Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to the Standalone Financial Statements includes those policies and procedures that:

- (1) pertains to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements.

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

**FOR AMRG & Associates**

Chartered Accountants

FRN: 004453N

**CA Madhu Mohan  
(Partner)**

M. No. 082938

UDIN: 23082938BGUISL3179

**Place: Bathinda, Punjab**

**Date: May 29, 2023**

# Standalone Balance Sheet

 as at 31<sup>st</sup> march 2023

(Rs.in Lakhs)

Particulars	Note	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	2	13,366.82	12,331.91
Capital work-in-progress	2	20,320.56	2,877.46
Investment property	2	2,136.87	2,257.21
Intangible assets	2	41.24	7.05
Intangible assets under development	2	14.00	10.13
<b>Financial assets</b>			
Investments	3	4,567.61	4,346.88
Other non-current assets	4	323.18	3,089.71
<b>Total non-current assets</b>		<b>40,770.28</b>	<b>24,920.35</b>
<b>Current assets</b>			
Inventories	5	29,190.97	19,411.10
<b>Financial assets</b>			
Investments	6	9.63	9.04
Trade receivables	7	6,907.93	10,167.32
Cash and cash equivalent	8	169.64	1,611.83
Other balances with banks	9	581.42	308.37
Loans	10	14,275.15	8,118.30
Other financial assets	11	361.02	19.20
Other current assets	12	6,305.42	4,534.59
<b>Total current assets</b>		<b>57,801.18</b>	<b>44,179.74</b>
<b>Total assets</b>		<b>98,571.46</b>	<b>69,100.09</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	13	2,415.00	2,415.00
Other equity	14	46,534.81	34,570.25
<b>Total equity</b>		<b>48,949.81</b>	<b>36,985.25</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	15	16,129.26	6,436.07
Other financial liabilities	16	394.48	305.75
Provisions	17	253.83	208.40
Deferred tax liabilities (Net)	18	1,156.33	1,147.79
<b>Total non-current liabilities</b>		<b>17,933.90</b>	<b>8,098.01</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	19	17,641.31	14,537.09
Lease liabilities		-	-
Trade payables	20	-	97.53
Dues of micro enterprises and small enterprises		-	7,611.31
Dues of others		11,705.13	577.94
Other financial liabilities	21	433.12	567.89
Other current liabilities	22	963.36	48.62
Provisions	18	64.05	576.46
Current Tax Liabilities (Net)		880.78	
<b>Total current liabilities</b>		<b>31,687.75</b>	<b>24,016.84</b>
<b>Total Liabilities</b>		<b>49,621.65</b>	<b>32,114.84</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>98,571.46</b>	<b>69,100.09</b>

**Notes Forming Part of The Standalone Financial Statements**
**As per our report of even date attached**

 For **AMRG & ASSOCIATES**

Chartered Accountants

FRN : 004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN: 23082938BGUJSL3179**
**Place : Bathinda**
**Dated: 29<sup>th</sup> May, 2023**
**For and on behalf of the Board**
**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

Membership No.: F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Standalone Statement of Profit and Loss

for the year ending 31<sup>st</sup> March, 2023

(Rs.in Lakhs)

Particulars	Note	For the Year ended 31 <sup>st</sup> March, 2023	For the Year ended 31 <sup>st</sup> March, 2022
<b>INCOME</b>			
Revenue from operations	23	1,63,309.62	1,99,306.87
Other income	24	662.26	811.21
<b>Total Income</b>		<b>1,63,971.88</b>	<b>2,00,118.08</b>
<b>EXPENSES</b>			
Cost of materials consumed	25	1,34,793.32	1,65,741.03
Purchase of Stock-in-Trade		-	44.50
Changes in Inventory	26	(5,504.51)	(198.87)
Excise duty expenses		158.86	533.15
Employee benefit expenses	27	2,044.82	1,750.85
Finance costs	28	726.87	1,763.33
Depreciation and Amortisation Expense	29	1,545.84	1,454.24
Other expenses	30	20,585.39	17,667.23
<b>Total expenses</b>		<b>1,54,350.59</b>	<b>1,88,755.47</b>
<b>Profit before exceptional items and tax</b>		<b>9,621.29</b>	<b>11,362.61</b>
Exceptional items			
Profit before tax		9,621.29	11,362.61
<b>Tax expense:</b>			
- Current tax	32	(2,450.00)	(3,000.00)
- Deferred Tax	32	37.53	141.92
<b>Profit for the period from continuing operations</b>		<b>7,208.82</b>	<b>8,504.53</b>
<b>Profit from discontinued operations</b>			
Tax expenses of discontinued operations			
<b>Profit from discontinued operations (after tax)</b>			
<b>Profit for the year</b>		<b>7,208.82</b>	<b>8,504.53</b>
<b>Other comprehensive income</b>			
<b>a) Items that will not be reclassified to profit and loss</b>			
Gain/ (Loss) on equity investments at fair value through other comprehensive income		182.97	100.23
Remeasurement of defined employee benefit plan		(7.42)	30.54
Income tax relating to items that will not be reclassified to Statement of Profit and Loss		(46.06)	(26.37)
<b>b) Items that will be reclassified to Statement of Profit and Loss</b>			
Gain/ (Loss) on Debt Investments at fair value through Other Comprehensive Income		-	-
Income tax relating to items that will be reclassified to Statement of Profit and Loss		-	-
<b>Total Comprehensive Income for the year</b>		<b>7,338.31</b>	<b>8,608.94</b>
<b>Earnings per equity share of face value of Rs. 10 each</b>			
Basic	31	29.85	35.22
Diluted	31	28.92	35.22
<b>Notes Forming Part of The Standalone Financial Statements</b>			

As per our report of even date attached

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN: 23082938BGUJSL3179**

Place : Bathinda

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

For and on behalf of the Board

**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

Membership No.: F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Statement of Cash Flow

 for the year ended 31<sup>st</sup> March, 2023

Particulars	For the Year ended 31 <sup>st</sup> March, 2023	For the Year ended 31 <sup>st</sup> March, 2022
<b>A Cash Flow From Operating Activities</b>		
Net Profit before taxation	9,621.29	11,362.61
<b>Adjustment for</b>		
Depreciation and amortisation	1,545.84	1,454.24
Finance Cost	726.87	1,763.33
(Profit) on Sale of Property, Plant and Equipment	(1.83)	(130.25)
Guarantee Income	(2.06)	
Gain on fair valuation of current investment	(0.59)	
<b>Operating Profit before Working Capital Changes</b>	<b>11,889.52</b>	<b>14,449.94</b>
Trade & Other Receivable	2,632.08	1,044.25
Inventories	(9,779.87)	5,673.23
Trade Payable & Other Liabilities	4,208.53	(3,979.61)
Loans & Advances & other Assets	995.70	(2,935.38)
<b>Cash Generated from Operations</b>	<b>9,945.96</b>	<b>14,252.42</b>
Direct Tax Paid	(2,198.63)	(3,655.52)
<b>Net Cash Flow from Operating Activities {A}</b>	<b>7,747.33</b>	<b>10,596.91</b>
<b>B Cash Flow From Investing Activities</b>		
Purchase of Fixed Assets and intangible assets including investment property (net of sales)	(19,939.73)	(3,612.57)
Loan given to Subsidiary	(6,156.86)	(3,723.02)
Sale /Purchase of Investments (Net)	-	(2,938.27)
<b>Net Cash Flow from Investing Activities {B}</b>	<b>(26,096.59)</b>	<b>(10,273.86)</b>
<b>C Cash Flow From Financing Activities</b>		
Proceeds from issue of Preferential Convertible Warrant	4,919.70	-
Dividend Paid	(279.94)	(653.18)
Long Term & Short Term Borrowings	12,797.41	3,090.30
Finance Cost	(530.10)	(1,763.33)
<b>Net Cash Flow from Financing Activities {C}</b>	<b>16,907.07</b>	<b>673.78</b>
Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)	(1,442.19)	996.83
Cash & Cash Equivalents as at beginning	1,611.83	615.00
<b>Cash &amp; Cash Equivalents as at end</b>	<b>169.64</b>	<b>1,611.83</b>

**As per our report of even date attached**

 For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN: 23082938BGUISL3179**
**Place : Bathinda**
**Dated: 29<sup>th</sup> May, 2023**
**For and on behalf of the Board**
**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

Membership No.: F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Statement of Changes in Equity

for the year ended on 31-March-2023

## A. Equity Share Capital and Other Equity

### Current reporting period (2022-2023)

(Rs.in Lakhs)

Particulars	Equity Share capital	Reserves & Surplus						Other Comprehensive Income	Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Retained earnings	Money received against Share Warrants	Revaluation Surplus	Equity Instruments through OCI	
<b>Balance at the beginning of the reporting period i.e 1<sup>st</sup> april 2022</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>12,223.62</b>	-	<b>46.67</b>	<b>185.91</b>	<b>34,570.25</b>
Preferential Convertible Warrant (25% Subscription Money Received)	-	-	-	-	-	4,919.70	-	-	4,919.70
Profit for the financial year	-	-	-	-	7,208.82	-	-	-	7,208.82
Depreciation on revaluation part of fixed assets	-	-	-	-	0.32	-	(0.32)	-	-
Premium on equity shares issued during the year	-	-	-	-	-	-	-	-	-
Net gain on fair value of equity shares	-	-	-	-	-	-	-	136.91	136.91
Remeasurement of defined benefit plan	-	-	-	-	-	-	-	(7.42)	(7.42)
Dividend paid	-	-	-	-	(279.94)	-	-	-	(279.94)
Issue Expenses	-	-	-	-	(13.50)	-	-	-	(13.50)
<b>Balance at the end of the reporting period i.e 31<sup>st</sup> March 2023</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>19,139.31</b>	<b>4,919.70</b>	<b>46.35</b>	<b>315.40</b>	<b>46,534.82</b>

### Previous reporting period (2021-2022)

(Rs.in Lakhs)

Particulars	Equity Share capital	Reserves & Surplus						Other Comprehensive Income	Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Retained earnings	Money received against Share Warrants	Revaluation Surplus	Equity Instruments through OCI	
<b>Balance at the beginning of the reporting period i.e 1<sup>st</sup> april 2021</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>4,346.16</b>	-	<b>47.06</b>	<b>112.05</b>	<b>26,619.32</b>
Changes in accounting policy or prior period errors	-	-	-	-	(4.44)	-	-	-	(4.44)
Restated balance at the beginning of the reporting period i.e. at 1 <sup>st</sup> april 2021	2,415.00	692.50	7,837.50	13,584.05	4,341.73	-	47.06	112.05	26,614.91
Profit for the financial year	-	-	-	-	8,504.53	-	-	-	8,504.53
Transfer to/ from OCI reserve	-	-	-	-	30.54	-	-	(30.54)	-



# Statement of Changes in Equity

for the year ended on 31-March-2023

## A. Equity Share Capital and Other Equity (Contd..)

(Rs.in Lakhs)

Particulars	Equity Share capital	Reserves & Surplus						Other Comprehensive Income	Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Retained earnings	Money received against Share Warrants	Revaluation Surplus	Equity Instruments through OCI	
Depreciation on revaluation part of fixed assets	-	-	-	-	-	-	(0.39)	-	(0.39)
Net gain on fair value of equity shares	-	-	-	-	-	-	-	73.86	73.86
Remeasurement of defined benefit plan	-	-	-	-	-	-	-	30.54	30.54
Dividend paid	-	-	-	-	(653.18)	-	-	-	(653.18)
<b>Balance at the end of the reporting period i.e. 31<sup>st</sup> March 2022</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>12,223.62</b>	<b>-</b>	<b>46.67</b>	<b>185.91</b>	<b>34,570.25</b>

Refer Note 13 & 14

**As per our report of even date attached**

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN: 23082938BGUISL3179**

**Place : Bathinda**

**Dated: 29<sup>th</sup> May, 2023**

**For and on behalf of the Board**

**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

Membership No.: F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## I. Corporate Information

BCL Industries Limited ("the Company") is a listed entity incorporated in India incorporated on 3<sup>rd</sup> February 1976. The operation of the Company spans all aspects of Real Estate Development, Oil & Refinery, and Distillery. The address of its registered office and principal place of business is "HAZI RATTAN LINK ROAD, POST BOX NO. 71, BHATINDA (PB) - 151001".

## II. Significant Accounting Policies

### A. Basis of Preparation & Presentation

#### A.1. Statement of Compliance

These Financial Statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, as amended from time to time.

These Financial Statements for the year ended 31-03-2023 were authorized for issue by the Board of Directors on 29<sup>th</sup> May 2023.

#### A.2. Basis of Measurement

The Financial Statements have been prepared on a historical cost basis except for certain Financial Assets/Liabilities measured at fair value. The methods used to measure fair values are discussed further in notes to Financial Statements.

#### A.3. Functional and Presentation Currency

These Financial Statements are presented in Indian Rupees (Rs.), which is the Company's functional currency. All Financial information presented in Indian Rupees has been rounded to the nearest lakhs (up to two decimals), except when otherwise indicated.

#### A.4. Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in a normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the Reporting period; or
- Cash or Cash Equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the Reporting period.

Current assets include the current portion of Non-Current Assets.

All other Assets are classified as Non-Current.

A liability is Current when:

- It is expected to be settled in a normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the Reporting period; or

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

- There is no unconditional right to defer settlement of the liability for at least twelve months after the Reporting period.

Current liabilities include the current portion of non-current liabilities.

All other liabilities are classified as Non-Current.

Deferred tax assets/liabilities are classified as non-current.

## Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

## Measurement of Fair Values

A number of the Company's Accounting Policies and disclosures require the measurement of fair values, for Financial Assets and Liabilities.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- **Level 1:** Quoted prices (unadjusted) in active markets for identical Assets or Liabilities.
- **Level 2:** Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- **Level 3:** Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfer between levels of the fair value hierarchy at the end of the Reporting period during which the change has occurred.

- B. Recent Accounting Pronouncements:** Ministry of Corporate Affairs ("MCA") notifies new Standards or amendments to the existing Standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below.

**Ind AS 1 - Presentation of Financial Statements -** This amendment requires the entities to disclose their material Accounting Policies rather than their significant Accounting Policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the It does not have any impact on the current Standalone Financial Statements.

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors -** This amendment has introduced a definition of 'Accounting Estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its Standalone Financial Statements.

**Ind AS 12 - Income Taxes -** This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its Standalone Financial Statement.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C. Summary of Significant Accounting Policies

A summary of the significant Accounting Policies applied in the preparation of the Financial Statements are as given below. These accounting policies have been applied consistently to all periods presented in the Standalone Financial Statements.

### C.1. Property, Plant, and Equipment

#### C.1.1. Initial Recognition and Measurement

Items of Property, Plant, and Equipment are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment Losses, if any.

The cost of an item of property, plant, and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the items to its working condition for its intended use and estimated cost of dismantling and removing the item and restoring the site on which it is located.

The cost of self-constructed property, plant, and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant, and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant, and equipment.

Any gain or Loss on disposal of an item of property, plant, and equipment is recognized in Profit or Loss.

#### C.1.2. Subsequent Costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of Property, Plant, and Equipment is recognized 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 is derecognized. The costs of the day-to-day servicing of Property, plant, and equipment are recognized in Profit or Loss as incurred.

#### C.1.3. Decommissioning Costs

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

#### C.1.4. De-recognition

Property, Plant, and Equipment are derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and Losses on disposal of an item of Property, Plant, and Equipment are determined by comparing the proceeds from disposal with the carrying amount of Property, Plant, and Equipment, and are recognized in the Statement of Profit and Loss.

#### C.1.5. Capital Work-In-Progress

Capital Work-In-Progress represents expenditure incurred in respect of the Property are carried at cost. Cost includes related acquisition expenses, development/ construction costs, borrowing costs, and other direct expenditures.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.2. Depreciation

Depreciation is charged in a Statement of Profit and Loss on a Written Down value method except in the case of Plant and Machinery on which depreciation has been provided on a Straight-Line basis based on a technical evaluation and management assessment. Useful Life as per management estimate is given below:

Asset Category	Useful Life (In Years)
Factory Building	30
Office Building	60
Plant and Machinery	15-25
Computers and Data Processing units Desktops, Laptops and Other Devices	6
Furniture and Fixtures	10
Office Equipment	10
Vehicles	8
Gas Cylinders	30
Cycle & Rickshaw	10

Depreciation on additions to/deductions from Property, Plant & Equipment during the Year is charged on a pro-rata basis from/up to the date in which the asset is available for use/disposed of.

Depreciation method, useful lives, and residual values are reviewed at each Financial Year-end and adjusted if appropriate, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

The residual values, useful lives, and method of depreciation are reviewed at the end of each Financial Year.

## C.3. Leases

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset if it involves the use of an identified asset and the Company has substantially all of the economic benefits from the use of the asset and has the right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment Losses, if any, and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the Straight-Line method from the commencement date over the shorter lease term or useful life of a right-of-use asset. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease.

## C.4. Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable Taxes, Trade Discount, and Rebates less Accumulated Amortization/Depletion and Impairment Losses if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts, and adjustments arising from exchange rate variations attributable to the Intangible Assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. Other Indirect Expenses incurred in relating to a project, net of income earned during the project development stage prior to its intended use, are considered as Pre-Operative Expenses and disclosed under Intangible Assets Under Development. Gains or Losses arising from the derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized. The Company's intangible assets comprise assets with finite useful life which are amortized over the period of their expected useful life.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.5. Investment Properties

### C.5.1. Recognition and Initial Measurement

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition, including transaction costs. The cost comprises purchase price, borrowing cost if capitalization criteria are met, and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price when significant parts of investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to Company. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

### C.5.2 Subsequent Measurement (Depreciation and Useful Lives)

Investment properties are subsequently measured at cost less accumulated depreciation and impairment Losses if any. Depreciation on investment properties is provided on the Written Down method based on a technical evaluation and management assessment. Useful Life as per management estimate is given below:

Asset Category	Useful Life (In Years)
Buildings	60

The residual values, useful lives, and method of depreciation are reviewed at the end of the Financial Year.

The Company measures investment property using Cost-based measurement.

### C.5.3 De-recognition

Investment properties are de-recognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of asset is recognized in Profit and Loss in the period of de-recognition.

## C.6. Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowings of funds. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets that take a substantial period of time to get ready for their intended use or sale.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Income earned on the temporary investment of the borrowings pending their expenditure on the qualifying assets will be deducted from the borrowing costs eligible for capitalization in case such a situation arises.

Other borrowing costs are recognized as an expense in the year in which they are incurred.

## C.7. Impairment of Non-Financial assets

The carrying amounts of the Company's Non-Financial Assets are reviewed at each Reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the “cash-generating unit”, or “CGU”). To determine the impairment of a corporate asset, the recoverable amount is determined for the CGUs to which the corporate assets belong.

Impairment Losses recognized in prior periods are assessed at each Reporting date for any indications that the Loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of Depreciation or Amortization, if no Impairment Loss had been recognized.

## C.8. Inventories

Inventories are valued at the lower of Cost or Net Realisable Value after providing for obsolescence and other Losses wherever considered necessary. Cost of inventories comprises of cost of purchase, cost of conversion, and other costs incurred in bringing the inventories to their present location and condition. The cost of purchase consists of the purchase price including duties and taxes other than those subsequently recoverable by the enterprise from the taxing authorities, freight inwards, and other expenditures directly attributable for its acquisition.

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

The methods of determining cost of various categories of Inventories are as under:

Nature of inventories	Method of valuation
Raw Materials	Weighted Average Basis
Work-In-Progress	Cost of Input plus Overheads up to the stage of completion
Finished Goods	Cost of Input plus appropriate overheads

Appropriate adjustments are made to the carrying value of damaged, slow-moving, and obsolete inventories based on management’s current best estimate.

## C.9. Provisions and Contingent Liabilities

A Provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the Reporting date, taking into account the risks and uncertainties surrounding the obligation.

Contingent Liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of a judgment of the management/independent experts. These are reviewed at each Balance Sheet date and are adjusted to reflect the current management estimate.

## C.10. Cash and Cash Equivalents

Cash and Cash Equivalents in the Balance Sheet comprise Cash at Banks and on Hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.11. Foreign Currency Transactions and Translation

Transactions in Foreign Currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary Assets and Liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange prevailing at the Reporting date (i.e. at the closing rate). Exchange differences arising on settlement or translation of monetary items are recognized in Profit or Loss in the year in which it arises except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Non-Monetary items are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-Monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or Loss arising on translation of Non-Monetary items measured at fair value is treated in line with the recognition of the gain or Loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or Loss is recognized in OCI or Statement of Profit and Loss are also recognized in OCI or Statement of Profit and Loss, respectively).

## C.12. Revenue

Revenue from Contracts with customers is recognized when control of the goods or services is transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company is generally the principal as it typically controls the goods or services before transferring them to the customer.

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

Revenue from Rendering of Services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the Reporting period.

Revenue from operations includes sale of goods & services net of GST.

## C.13. Other Income

Interest Income is recognized, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

All other items of income are accounted on accrual basis.

## C.14. Employee Benefits

### C.14.1 Short Term Employee Benefits

Short-Term Employee Benefit obligations are measured on an undiscounted basis and are expenses as the relative service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

### C.14.2. Post-Employment Benefits

Employee Benefit that are payable after the completion of employment are Post-Employment Benefit (other than termination benefit). These are of two type:



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## (a) Defined Contribution Plans

A Defined-Contribution Plan is a post-employment benefit plan under which an entity pays fixed contributions into separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in Profit or Loss in the period during which services are rendered by employees.

The Company pays a fixed contribution to government-administered provident fund scheme, ESI Scheme and Labour Welfare Fund scheme at predetermined rates. The contributions to the fund for the year are recognized as expenses and are charged to the Profit or Loss.

## (b) Defined Benefit Plans

A Defined Benefit Plan is a post-employment benefit plan other than a defined contribution plan. The Company's liability towards gratuity is in the nature of defined benefit plans.

The Company's net obligation in respect of defined benefit plan is calculated separately by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs are deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the Reporting date that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognized asset is limited to the total of any unrecognized past service costs. Any actuarial gains or Losses are recognized in other comprehensive income in the period in which they arise.

## C.15. Income Tax

Income Tax Expense comprises Current and Deferred Tax. Current Tax expense is recognized in Profit or Loss except to the extent that it relates to items recognized directly in other comprehensive income, in which case it is recognized in OCI.

Current Tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the Reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the Reporting date.

Deferred Tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable Profit.

Deferred Tax assets are recognized to the extent it is probable that taxable Profit will be available against which the deductible temporary differences and the carry forward of unused tax Losses 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 liabilities and assets are reviewed at the end of each Reporting period.

## C.16. Asset Classified as Held for Sale

Non-Current Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable.

A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in their present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

Non-current assets held for sale are neither depreciated nor amortized. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of sale and are presented separately in the Balance Sheet.

## C.17. Earnings Per Share

Basic earnings per equity share is computed by dividing the net Profit or Loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the Financial year.

Diluted earnings per equity share is computed by dividing the net Profit or Loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

## C.18. Operating Segment

In accordance with Ind-As 108, the operating segments used to present segment information are identified on the basis of internal reports used by the Company's Management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The indicators used for internal Reporting purposes may evolve in connection with performance assessment measures put in place by the Company from time to time.

## C.19. Equity Investment

Equity Investments in subsidiary is measured at cost. The investments are reviewed at each Reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, a policy for impairment of non-Financial assets is followed.

## C.20. Financial Instruments

A financial Instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### C.20.1 Financial Assets

#### Initial Recognition and Measurement

All Financial Assets and Liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets and Financial Liabilities, which are not at fair value through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting.

#### Subsequent Measurement

##### Debt Instruments at Amortized Cost

A 'Debt Instrument' is Measured at the Amortized Cost if both the following conditions are met:

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

After initial measurement, such Financial Assets are subsequently measured at amortized cost using the EIR method. This category generally applies to trade and other receivables.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## Equity Investments

All Equity Investments in entities are measured (except equity investment in subsidiary) at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other Equity Instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

Equity Investments in subsidiary are carried at cost less accumulated impairment losses, if any

## De-recognition

A Financial Asset is primarily derecognized when:

- The Rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  - (a) The Company has transferred substantially all the risks and rewards of the asset, or
  - (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

## Impairment of Financial Assets

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

## C.20.2 Financial Liabilities

### Initial Recognition and Measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All Financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, it is recognised net of directly attributable transaction costs. The Company's Financial liabilities include trade and other payables, borrowings, and derivative financial instruments.

### Subsequent Measurement

The measurement of financial liabilities depends on their classification, as described below:

#### Financial liabilities at amortized cost:

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. This category generally applies to borrowings, trade payables, and other contractual liabilities.

### De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit or Loss.

## C.20.3 Offsetting

Financial Assets and Liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency, or bankruptcy of the Company or the counterparty.

## D. Use of Estimates and Management Judgments

The Preparation of Financial Statements requires management to make judgments, estimates, and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses, and related disclosures concerning the items involved as well as contingent assets and liabilities at the Balance Sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the Financial Statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Standalone Financial Statements are as under:

### D.1. Useful life of Property, Plant, and Equipment/ Intangible Assets

The estimated useful life of Property, Plant and Equipment/ Intangible Assets is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The Company reviews at the end of each Reporting date the useful life of Property, Plant, and Equipment/ Intangible Assets and are adjusted prospectively, if appropriate.

### D.2. Recoverable amount of Property, Plant, and Equipment

The recoverable amount of Plant and Equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

### D.3. Employee Benefit Plans

Employee benefit obligations are measured on the basis of actuarial assumptions and management calculation which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases, and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## D.4. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses judgment in assessing whether a contract (or part of a contract) includes a lease, the lease term (including anticipated renewals), the applicable discount rate, variable lease payments whether are in-substance fixed. The judgment involves assessment of whether the asset included in the contract is a fully or partly identified asset based on the facts and circumstances, whether the contract includes a lease and non-lease component and if so, separation thereof for the purpose of recognition and measurement, determination of lease term basis, inter alia the non-cancellable period of the lease and whether the lessee intends to opt for continuing with the use of the asset upon the expiry thereof, and whether the lease payments are fixed or variable or a combination of both.

## D.5. Provisions and Contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential Loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

## D.6. Recoverability of Trade Receivables

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

## D.7. Fair Value Measurement

For estimates relating to the fair value of financial instruments Refer Note 35.3 of Financial Statements

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment

Particulars	Land	Building	Plant & machinery	Furniture and fixtures	Vehicles	Office Equipment	Gas Cylinder	Computer	Cycle and rickshaws	Total property, plant and equipment	Capital work in progress
<b>Gross carrying value</b>											(Rs.in Lakhs)
<b>As at April 1, 2021</b>	<b>1042.92</b>	<b>2,220.61</b>	<b>18,958.40</b>	<b>106.45</b>	<b>1,880.48</b>	<b>81.15</b>	<b>7.26</b>	<b>80.85</b>	<b>0.19</b>	<b>24,378.31</b>	-
Additions	52.40	-	1,248.40	7.60	106.72	13.63	-	10.78	-	1,439.54	2,877.46
Disposals	15.79	-	-	-	3.50	-	-	5.72	-	25.01	-
Adjustments	72.89	-	-	-	-	-	-	-	-	72.89	-
As at March 31, 2022	1006.64	2,220.61	20,206.80	114.05	1,983.70	94.79	7.26	85.91	0.19	25,719.95	2,877.46
<b>As at April 1, 2022</b>	<b>1,006.64</b>	<b>2,220.61</b>	<b>20,206.80</b>	<b>114.05</b>	<b>1,983.70</b>	<b>94.79</b>	<b>7.26</b>	<b>85.91</b>	<b>0.19</b>	<b>25,719.95</b>	<b>2,877.46</b>
Additions/purchase	679.77	526.74	790.20	25.38	410.34	22.05	-	18.87	-	2,473.36	17,443.10
Disposals/sale	-	-	(16.13)	-	(10.37)	-	-	-	-	(26.51)	-
Adjustments	-	-	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2023</b>	<b>1,686.41</b>	<b>2,747.35</b>	<b>20,980.87</b>	<b>139.43</b>	<b>2,383.67</b>	<b>116.84</b>	<b>7.26</b>	<b>104.78</b>	<b>0.19</b>	<b>28,166.80</b>	<b>20,320.56</b>
<b>Accumulated Depreciation</b>											
<b>As at April 1, 2021</b>	<b>0.00</b>	<b>1,285.74</b>	<b>9,587.29</b>	<b>93.12</b>	<b>877.18</b>	<b>69.64</b>	<b>7.26</b>	<b>67.89</b>	<b>0.12</b>	<b>11,988.24</b>	-
Charge for the year	0.00	82.90	989.79	3.58	323.01	3.94	-	5.80	0.02	1,409.03	-
Adjustments	0.00	-	-	-	-	-	-	-	-	-	-
deduction	0.00	-	-	-	3.50	-	-	5.72	-	9.22	-
<b>As at March 31, 2022</b>	<b>0.00</b>	<b>1,368.64</b>	<b>10,577.08</b>	<b>96.70</b>	<b>1,196.68</b>	<b>73.58</b>	<b>7.26</b>	<b>67.98</b>	<b>0.14</b>	<b>13,388.04</b>	-
<b>As at April 1, 2022</b>	<b>0.00</b>	<b>1,368.64</b>	<b>10,577.08</b>	<b>96.70</b>	<b>1,196.68</b>	<b>73.58</b>	<b>7.26</b>	<b>67.98</b>	<b>0.14</b>	<b>13,388.04</b>	-
Charge for the year	0.00	75.01	1,055.34	6.55	265.89	7.91	-	11.09	0.01	1,421.80	-
deduction	0.00	-	-	-	(9.86)	-	-	-	-	(9.86)	-
<b>As at March 31, 2023</b>	<b>0.00</b>	<b>1,443.65</b>	<b>11,632.41</b>	<b>103.25</b>	<b>1,452.72</b>	<b>81.49</b>	<b>7.26</b>	<b>79.06</b>	<b>0.15</b>	<b>14,799.99</b>	-
<b>Net carrying value</b>											
<b>As at March 31, 2022</b>	<b>1006.64</b>	<b>851.97</b>	<b>9,629.72</b>	<b>17.35</b>	<b>787.02</b>	<b>21.21</b>	-	<b>17.94</b>	<b>0.05</b>	<b>12,331.91</b>	<b>2,877.46</b>
<b>As at March 31, 2023</b>	<b>1686.41</b>	<b>1,303.70</b>	<b>9,348.45</b>	<b>36.18</b>	<b>930.95</b>	<b>35.35</b>	-	<b>25.72</b>	<b>0.04</b>	<b>13,366.82</b>	<b>20,320.56</b>

(a). For Details of Properties hypothecated with Banks, Refer Note No. 15.

(b) The company has not revalued any of its property, plant and equipments during the year

(c) Title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment (Contd..)

### 2 Capital Work in progress

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2022
i) Capital Work in Progress	20,320.56	2,877.46

#### ii) Ageing of Capital Work in Progress

(Rs.in Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Balance as at 31<sup>st</sup> March 2023</b>					
Projects in progress	17,443.10	2,877.46	-	-	20,320.56
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>17,443.10</b>	<b>2,877.46</b>	<b>-</b>	<b>-</b>	<b>20,320.56</b>

(Rs.in Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Balance as at 31<sup>st</sup> March 2022</b>					
Projects in progress	2,877.46	-	-	-	2,877.46
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>2,877.46</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,877.46</b>

Particulars	Amount
Projects which have exceeded their original timeline as on 31 <sup>st</sup> March, 2023	20,101.38

(Rs.in Lakhs)

	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Under Progress</b>	-	-	-	-	-
New Ethanol plant 200KLPD*	20,101.38	-	-	-	20,101.38
	-	-	-	-	-
<b>Temporarily Suspended</b>	-	-	-	-	-
Others	-	-	-	-	-
<b>Total</b>	<b>20,101.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>20,101.38</b>

\*The above mentioned project has been completed on 20<sup>th</sup> April, 2023.

There were no material projects which had exceeded their original plan cost or their expected timeline as at 31<sup>st</sup> March, 2022

#### iii) Borrowing cost capitalised-

During the financial year 22-23- Rs. 740.14 lakhs

During the financial year 21-22- Rs. 54.16 lakhs

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment (Contd..)

### 2 Intangible assets and Intangible assets under development

(Rs.in Lakhs)

Particulars	Computer Software	Computer Software WIP	Total
<b>Gross carrying value</b>			
<b>As at April 1, 2021</b>	<b>13.24</b>	<b>-</b>	<b>13.24</b>
Additions	0.16	10.13	10.29
Disposals	-	-	-
<b>As at March 31, 2022</b>	<b>13.40</b>	<b>10.13</b>	<b>23.53</b>
<b>As at April 1, 2022</b>	<b>13.40</b>	<b>10.13</b>	<b>23.53</b>
Additions	37.88	30.72	68.60
Disposals	-	(26.85)	(26.85)
<b>As at March 31, 2023</b>	<b>51.28</b>	<b>14.00</b>	<b>65.28</b>
<b>Amortisation</b>			
<b>As at April 1, 2021</b>	<b>1.90</b>	<b>-</b>	<b>1.90</b>
Charge for the year	4.45	-	4.45
Adjustments	-	-	-
<b>As at March 31, 2022</b>	<b>6.35</b>	<b>-</b>	<b>6.35</b>
<b>As at April 1, 2022</b>	<b>6.35</b>	<b>-</b>	<b>6.35</b>
Charge for the year	3.69	-	3.69
Adjustments	-	-	-
<b>As at March 31, 2023</b>	<b>10.04</b>	<b>-</b>	<b>10.04</b>
<b>Net carrying value</b>			
<b>As at March 31, 2022</b>	<b>7.05</b>	<b>10.13</b>	<b>17.18</b>
<b>As at March 31, 2023</b>	<b>41.24</b>	<b>14.00</b>	<b>55.24</b>

#### i) Ageing of Intangible Assets under development

(Rs.in Lakhs)

Particulars	Ageing as at 31-03-23				
	Amount in Intangible assets under development for a period of -				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	14.00	-	-	-	14.00
Projects temporarily suspended	0.00	-	-	-	-
<b>Total</b>	<b>14.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>14.00</b>

(Rs.in Lakhs)

Particulars	Ageing as at 31-03-22				
	Amount in Intangible assets under development for a period of -				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	10.13	-	-	-	10.13
Projects temporarily suspended	0.00	-	-	-	-
<b>Total</b>	<b>10.13</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>10.13</b>

\*The company has not revalued any of its intangible assets during the year



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment (Contd..)

### 2 Investment properties

(Rs.in Lakhs)

Particulars	Building (Gurgaon+ Mittal mall)	Land (Gurgaon)	Total
<b>Gross carrying value</b>			
As at April 1, 2021	83.07	-	83.07
Additions	2,176.13	72.89	2,249.02
Disposals	-	-	-
Adjustments	-	-	-
<b>As at March 31, 2022</b>	<b>2,259.20</b>	<b>72.89</b>	<b>2,332.09</b>
<b>As at April 1, 2022</b>	<b>2,259.20</b>	<b>72.89</b>	<b>2,332.09</b>
Additions	-	-	-
Disposals	-	-	-
Adjustments	-	-	-
<b>As at March 31, 2023</b>	<b>2,259.20</b>	<b>72.89</b>	<b>2,332.09</b>
<b>Accumulated Depreciation</b>			
As at April 1, 2021	42.50	-	42.50
Charge for the year	32.38	-	32.38
Adjustments	-	-	-
<b>As at March 31, 2022</b>	<b>74.88</b>	<b>-</b>	<b>74.88</b>
<b>As at April 1, 2022</b>	<b>74.88</b>	<b>-</b>	<b>74.88</b>
Charge for the year	120.35	-	120.35
Adjustments	-	-	-
<b>As at March 31, 2023</b>	<b>195.22</b>	<b>-</b>	<b>195.22</b>
<b>Net carrying value</b>			
<b>As at March 31, 2022</b>	<b>2,184.32</b>	<b>72.89</b>	<b>2,257.21</b>
<b>As at March 31, 2023</b>	<b>2,063.98</b>	<b>72.89</b>	<b>2,136.87</b>

i) For details of investment properties hypothecated with banks refer Note-15.

ii) The rental income from the investment property is Rs. 603.14 lakhs for the financial year 2022-23 and Rs. 558.89 lakhs for the financial year 2021-22.

## NOTE 3: NON CURRENT INVESTMENTS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Units	Amount	Units	Amount
<b>Investments in subsidiaries measured at cost*</b>				
<b>In equity shares-</b>				
<b>Fully paid equity shares (unquoted)</b>				
Face value of Rs. 10 per share	35,77,885	3,844.61	35,77,885	3,844.61
Svaksha Distillery Ltd. Rajarhat, Kolkata (refer note (a) & (b) below)				
<b>Additional investment:</b>				
Investment in Svaksha ( Corporate Guarantee)		37.75		
<b>Sub-total</b>		<b>3,882.36</b>		<b>3,844.61</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 3: NON CURRENT INVESTMENTS (Contd..)

### Notes:

- (a) Shareholding in subsidiary as on 31-03-2023 is 75% (31-03-2022- 75%)  
 (b) Details of investment in Subsidiary are as follows:

Particulars	(Rs.in Lakhs)	
	March 31, 2023	March 31, 2022
Investments in equity shares at beginning of year	3,844.61	951.02
Add: Invested in equity shares issued during the year	-	2,893.59
<b>Investments in equity shares at the end of the year</b>	<b>3,844.61</b>	<b>3,844.61</b>

### Investments measured at fair value through other comprehensive income (FVTOCI)\*

Particulars	(Rs.in Lakhs)			
	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Units	Amount	Units	Amount
<b>Fully paid equity shares (unquoted)</b>				
Sheesh Mahal Developers Pvt. Ltd., Bathinda	8,50,100	214.12	8,50,100	208.27
Pioneer Industries Ltd., Pathankot*	20,00,000	471.13	10,00,000	294.00
*The number of shares has increased due to bonus issue by the company in the ratio of 1:1 during the year.				
<b>Sub-total</b>		<b>685.25</b>		<b>502.27</b>
<b>Total Non-Current Investments</b>		<b>4,567.61</b>		<b>4,346.88</b>

### Carrying value of unquoted investments are as below:

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Investments in subsidiaries measured at cost</b>		
Aggregate carrying value of unquoted investments	3,882.36	3,844.61
<b>Investments measured at fair value through other comprehensive income (FVTOCI)</b>		
Aggregate carrying value of unquoted investments	685.25	502.27

## NOTE 4: OTHER NON-CURRENT ASSETS

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Security Deposits <i>(Includes deposited with various govt. authorities)</i>	172.10	164.30
Capital Advances	115.95	2,925.41
Prepaid Expenses	35.13	-
<b>Total</b>	<b>323.18</b>	<b>3,089.71</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 5: INVENTORIES

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
Raw Material at Factory (Oil unit)		4,715.50		4,388.78
Raw Material at Factory (Distillery unit)		790.98		1,911.75
Raw Material at port		2,744.54		5.49
Finished inventory:				
- At Factory (Oil unit)	10,210.19		5,659.86	
- At Factory (Distillery unit)	2,260.62		863.92	
- At Project D.D.Mittal Tower (Real Estate units)	255.90		309.69	
- At Ganpati Estate (Real Estate units)	246.95		591.88	
- Commercial units at Zirakpur (Real Estate units)	44.50		44.50	
		<b>13,018.16</b>		<b>7,469.84</b>
Stock in process				
- At Factory (Oil unit)	2,853.64		3,000.53	
- At Factory (Distillery unit)	277.59		174.51	
- At Project D.D.Mittal Tower (Real Estate units)	941.08		941.08	
- At Ganpati Estates	-		-	
		<b>4,072.31</b>		<b>4,116.13</b>
Consumables, spares and packing material		3,849.48		1,519.12
<b>TOTAL</b>		<b>29,190.97</b>		<b>19,411.10</b>

i) Refer note 19 for inventories pledged as security.

 ii) No inventories are lying with third parties as on 31<sup>st</sup> March, 2023 and as on 31<sup>st</sup> March, 2022.

## NOTE 6: CURRENT INVESTMENTS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Investments measured at fair value through Profit and Loss (FVTPL)</b>		
In Gold jewellery (refer note no. 35)	9.63	9.04
<b>TOTAL</b>	<b>9.63</b>	<b>9.04</b>

## NOTE 7: TRADE RECEIVABLES

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Secured and considered good	27.42	49.48
Unsecured and considered good	6,873.96	10,112.36
Unsecured and considered doubtful	49.44	49.79
Less: allowances for expected credit loss (refer notes no.38)	(42.89)	(44.30)
<b>TOTAL</b>	<b>6,907.93</b>	<b>10,167.32</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 8: CASH AND CASH EQUIVALENT

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Bank balances:</b>		
In Current accounts	53.29	1,564.54
<b>Other bank balances:</b>	-	
Deposits with original maturity of three months or less	0.68	1.66
<b>Sub-total</b>	<b>53.97</b>	<b>1,566.20</b>
<b>Cash in hand</b>	<b>115.67</b>	<b>45.63</b>
<b>Total cash and cash equivalent</b>	<b>169.64</b>	<b>1,611.83</b>

(For details of unutilised limit of cash credit loan- Refer Note 43)

## NOTE 9: Other Balance With Banks

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Fixed deposits with banks*	534.72	261.93
Earmarked balance with bank**	46.70	46.45
<b>TOTAL</b>	<b>581.42</b>	<b>308.37</b>

\*It reflects balances with banks to the extent held as margin money or security against the guarantees, other commitment

\*\*Earmarked balances pertains to unclaimed dividend

## NOTE 10: LOANS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Loan to subsidiary (unsecured and considered good) {Refer note (36)}	14,275.15	8,118.30
<b>TOTAL</b>	<b>14,275.15</b>	<b>8,118.30</b>

Loan provided to subsidiary @8% and repayable on call. The same is provided for setup of Plant & Machinery.

## NOTE 11: OTHER FINANCIAL ASSET - CURRENT

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Security Deposits	63.85	19.20
Cheque in Reconciliation	280.71	-
Other Advances	16.46	-
<b>TOTAL</b>	<b>361.02</b>	<b>19.20</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 12: OTHER CURRENT ASSETS

(Rs.in Lakhs)

Particulars	As At	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Prepaid Expenses	527.78	296.17
MEIS licences in hand	-	3.94
Balance with government authorities	2,868.18	795.30
Advance to suppliers for goods and services	609.93	2,378.14
Other advances	2,299.53	1,061.04
<b>TOTAL</b>	<b>6,305.42</b>	<b>4,534.59</b>

## NOTE 13: SHARE CAPITAL

(Rs.in Lakhs)

Particulars	As At	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Authorized Share Capital</b>		
3,50,00,000 equity shares of Rs.10 each: March 31, 2023 & 2,50,00,000 equity shares of Rs.10 each: March 31, 2022	3,500.00	2,500.00
<b>TOTAL</b>	<b>3,500.00</b>	<b>2,500.00</b>
<b>Issued, subscribed and fully paid up capital</b>		
2,41,50,000 equity shares of Rs.10 each: March 31, 2023 & 2,41,50,000 equity shares of Rs.10 each: March 31, 2022	2,415.00	2,415.00
<b>TOTAL</b>	<b>2,415.00</b>	<b>2,415.00</b>

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

(Rs.in Lakhs)

Particulars	As At	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Equity shares outstanding at the beginning of the year	241.50	241.50
Add: equity shares issued during the year	-	-
<b>Equity shares outstanding at the end of the year</b>	<b>241.50</b>	<b>241.50</b>

### 13.2 Rights attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of the equity shares will be entitled to receive assets of the company remaining after settlement of all liabilities. The distribution will be in proportion of the number of equity shares held by the shareholders.

### 13.3 The details of shareholders holding more than 5% :

(Rs.in Lakhs)

Name of Shareholder	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	No. of Shares	% of Shares	No. of Shares	% of Shares
Rajinder Mittal	40,68,040	16.85	32,80,500	13.58
Sunita Mittal	46,47,297	19.24	46,47,297	19.24
Rajinder Mittal & Sons HUF	14,41,140	5.97	14,41,140	5.97
Kushal Mittal	42,06,970	17.43	34,44,370	14.26
Rollon Investment Pvt. Ltd.	-	-	23,60,811	9.78

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 13: SHARE CAPITAL

**13.4** As per records of the company, including its register of shareholders/ members, the above shareholding represents legal and beneficial ownerships of shares.

**13.5** The company has not issued any shares allotted as fully paid up pursuant to contract without payment being received in cash during the 5 years preceding March 31, 2023 and March 31, 2022.

**13.6** The company has not issued any bonus shares during the 5 years preceding March 31, 2023 and March 31, 2022

**13.7** The company has not done any buy back of shares during the 5 years preceding March 31, 2023 and March 31, 2022

**13.8** Shares held by Holding Company, its Subsidiaries and Associates

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Equity Shares held by:</b>		
Holding company	-	-
Subsidiaries and Associates of Holding Company	-	-
	-	-

## 13.9 The details of the shareholding of the promoters as at March 31, 2023

(Rs.in Lakhs)

Name of the Shareholder	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022		% change during the year
	% of Shares	No. of Shares	% of Shares	No. of Shares	
Rajinder Mittal	16.85	40,68,040	13.58	32,80,500	3.27
Sunita Mittal	19.24	46,47,297	19.24	46,47,297	(0.00)
Kushal Mittal	17.43	42,06,970	14.26	34,44,370	3.17
Shweta Jhunjunwala	0.41	1,00,000	3.57	8,62,600	(3.16)
Garima Mittal	0.41	1,00,000	4.50	10,87,540	(4.09)
Rajinder Mittal & sons HUF	5.97	14,41,140	5.97	14,41,140	0.00
Manoj Mittal & sons HUF	0.11	27,000	0.11	27,000	(0.00)
Vithal Mittal	0.08	18,500	0.08	18,500	0.00
Radhika Mittal	0.04	9,000	0.04	9,000	0.00
Rachna Mittal	-	880	0.00	880	(0.00)
Shreiya Aggarwal	0.41	1,00,000	-	-	0.41
Swati Mittal	0.41	1,00,000	-	-	0.41
<b>Total</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>(0.00)</b>

## 13.10 The details of the shareholding of the promoters as at March 31, 2022

(Rs.in Lakhs)

Name of the Shareholder	As At 31 <sup>st</sup> March, 2022		As At 31 <sup>st</sup> March, 2021		% change during the year
	% of Shares	No. of Shares	% of Shares	No. of Shares	
Rajinder Mittal	13.58	32,80,500	13.58	32,80,500	-
Sunita Mittal	19.24	46,47,297	19.24	46,47,297	-
Kushal Mittal	14.26	34,44,370	13.13	31,71,850	1.13
Shweta Jhunjunwala	3.57	8,62,600	3.96	9,55,460	(0.39)
Ved Kumari Mittal	-	-	0.69	1,67,160	(0.69)

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 13: SHARE CAPITAL (CONTD..)

(Rs.in Lakhs)

Name of the Shareholder	As At 31 <sup>st</sup> March, 2022		As At 31 <sup>st</sup> March, 2021		% change during the year
	% of Shares	No. of Shares	% of Shares	No. of Shares	
Garima Mittal	4.50	10,87,540	4.50	10,87,540	-
Rajinder Mittal & sons HUF	5.97	14,41,140	5.97	14,41,140	-
Manoj Mittal & sons HUF	0.11	27,000	0.11	27,000	-
Vithal Mittal	0.08	18,500	0.08	18,500	-
Meenu Aggarwal	-	-	0.05	12,500	(0.05)
Radhika Mittal	0.04	9,000	0.04	9,000	-
Rachna Mittal	0.00	880	-	880	-
<b>Total</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>(0.00)</b>

## NOTE 14: OTHER EQUITY

(Rs.in Lakhs)

	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
<b>Securities Premium Reserve</b>				
As per last balance sheet	7,837.50		7,837.50	
Add: On issue of shares	-		-	
		7,837.50		7,837.50
<b>Revaluation Reserve</b>				
As per last balance sheet	46.66		47.06	
Less: Transferred to profit and loss a/c (Being difference of depreciation on revalued) Cost of assets and that on the original cost)	(0.32)		(0.39)	
		46.34		46.67
<b>General Reserve</b>				
As per last balance sheet	13,584.05		13,584.05	
Add/ (Less): Transferred from profit and loss A/c			-	
	13,584.05		13,584.05	
		13,584.05		13,584.05
<b>Capital Reserve</b>				
As per last balance sheet	692.50		692.50	
		692.50		692.50
<b>Surplus</b>				
As per last balance sheet	12,223.62		4,346.16	
Add : Transfer from revaluation reserve	0.32		-	
Add: Profit for the year	7,208.82		8,504.53	
Add: Remeasurement of defined benefit plan	-		30.54	
	19,432.76		12,881.23	
Less: Issue Expenses	(13.50)			
Less: Prior period items			(4.44)	
Dividend paid on equity shares	(279.94)		(653.18)	
		19,139.32		12,223.62

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 14: OTHER EQUITY (Contd..)

(Rs.in Lakhs)

	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
<b>Issue of Share warrants</b>				
Preferential Convertible Warrant (25% Subscription Money Received)*		4,919.70		
<b>Other comprehensive income</b>				
As per last balance sheet	185.91		112.05	
Net gain on fair value of equity shares	136.91		73.86	
Remeasurement of defined benefit plan	(7.42)		30.54	
Less: Transferred to surplus			(30.54)	
		315.40		185.91
<b>TOTAL</b>		<b>46,534.81</b>		<b>34,570.25</b>

\*During the year the Company has issued 54,66,334 Preferential Convertible Warrants of Rs.10/- each at a premium of Rs.350/- per Warrant and received 25% Subscription Money i.e. Rs.4919.70 Lakhs, each carrying a right to subscribe to one Ordinary Share per Warrant, at a price of `360 per Warrant ('Warrant Price')

### Securities Premium

Securities Premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

### Revaluation reserve

The excess of fair value of property plant and equipment over their carrying amounts have been recognised in the revaluation reserve.

### General Reserve

General Reserve is used to transfer profits from retained earnings for appropriation purposes. The amount is to be utilised in accordance with the provision of the Companies Act, 2013.

### Retained Earnings

Retained Earnings are the profits/(losses) of the Company earned/incurred till date net of appropriations

### Other Comprehensive Income

This reserve represents the cumulative gains and losses arising on revaluation of equity instruments and defined benefit obligation measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when the equity instruments are disposed of as per IND AS.

## NOTE 15: BORROWINGS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
<b>Term Loans - Secured</b>				
<b>From banks</b>				
<b>1. Punjab National Bank, Bathinda</b>				
i) Term Loan secured by Property Plant and Equipment at Distillery Sangat Kalan.	-	693.47	697.86	700.00
Less : Ind As adjustment	-	(0.83)	(1.16)	-
<b>Net Amount</b>	<b>-</b>	<b>692.64</b>	<b>696.70</b>	<b>700.00</b>
<b>Quarterly Installments due</b>	4 installments due		8 installments due	
<b>Interest rate</b>	7.35%		7.35%	
ii) Secured by hypothecation of vehicle financed by them	74.72	11.01	56.08	7.70



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 15: BORROWINGS (Contd..)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
<b>Monthly Installments due</b>	23-82 installments due		35-84 installments due	
Interest rate	6.85% - 8.35%		6.25%- 7.40%	
iii) Covid loan secured by Property Plant and Equipment at Hazi Ratan Link Road	-		0.00	
Monthly Installments due			1 installment due	
Interest rate			11.00%	
<b>2. HDFC Bank Limited, Bathinda</b>				
i) Secured by hypothecation of vehicle financed by them	-			
<b>Monthly Installments due</b>	106.48	76.89	183.94	70.90
Interest rate	14-39 installments due		26-51 installments due	
	7.30% - 7.56%		7.02%- 7.60%	
<b>3. Yes Bank</b>				
i) Secured by mortgage of Investment Property at Lower Ground Floor Mittal Mall				
Less : Ind As adjustment	783.85	65.45	-	-
<b>Net Amount</b>	<b>(5.89)</b>	<b>(1.16)</b>		
<b>Monthly Installments due</b>	777.96	64.29		
Interest rate	110 installments due			
	8.00%			
<b>4. Axis Bank</b>				
i) Secured by hypothecation of commercial Vehicles	132.49	73.87	206.36	70.17
Monthly Installments due	30-32 installments due		42-44 installments due	
Interest rate	7.60%		7.60%	
<b>5. Canara Bank</b>				
i) Secured by hypothecation of New Ethanol Plant shown under Capital work-in-progress	11,999.99		3,182.17	-
Less : Ind As adjustment	(161.87)		(182.14)	-
<b>Net Amount</b>	<b>11,838.12</b>	<b>-</b>	<b>3,000.03</b>	<b>-</b>
<b>Quarterly Installments due</b>	28 installments due		28 installments due	
Interest rate	8.10%		8.40%	
<b>6. Union Bank of India</b>				
i) Secured by hypothecation of vehicle financed by them	235.42	29.63		
<b>Monthly Installments due</b>	82 installments due			
Interest rate	8.80%			
<b>Sub Total (A)</b>	<b>13,165.19</b>	<b>948.33</b>	<b>4,143.10</b>	<b>920.38</b>
From others parties				
<b>7. LIC Housing Finance Ltd., Noida</b>				
i) Secured by hypothecation of Investment Property at Gurgaon.	2,714.13	134.13	1,835.28	102.47
Less : Ind As adjustment	(3.68)	(0.79)	(27.45)	-
<b>Net Amount</b>	<b>2,710.45</b>	<b>133.34</b>	<b>1,807.83</b>	<b>102.47</b>
<b>Monthly Installments due</b>	119-150 installments due		162 installments due	
Interest rate	10%-11%		9.50%	

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 15: BORROWINGS (Contd..)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
<b>8. Tata Motor Finance Ltd., Chandigarh</b>				
i) Secured by hypothecation of commercial Vehicles	71.98	36.28	108.26	33.16
<b>Monthly Installments due</b>	33 installments due		45 installments due	
Interest rate	9.00%		9.00%	
ii) Secured by hypothecation of commercial Vehicles	63.95	187.89	242.00	196.89
<b>Monthly Installments due</b>	10-11 installments due		22-23 installments due	
Interest rate	8.70%		8.70%	
<b>9. Cholamandalam Investment And Finance Co.Ltd.,Chennai</b>				
i) Secured by hypothecation of vehicle financed by them	0.46	2.55	3.01	2.21
<b>Monthly Installments due</b>	14 installments due		26 installments due	
Interest rate	14.50%		14.50%	
<b>10. HDB FINANCIAL SERVICES</b>				
i) Secured by hypothecation of vehicle financed by them	51.53	17.25	0.00	0.01
<b>Monthly Installments due</b>	43 installments due			
Interest rate	8.04%			
<b>Sub Total (B)</b>	<b>2,898.37</b>	<b>377.31</b>	<b>2,161.10</b>	<b>334.75</b>
DEPOSITS				
Fixed Deposits from Public				
i) Unsecured deposits from public*	65.70	60.00	128.00	43.75
Fixed Deposits accepted by the Company are in accordance with the provisions of section 73(2)(a) and section 76 of the Companies Act, 2013 and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014 are unsecured. Fixed Deposits are repayable within 1 to 3 years depending upon the terms of deposits.				
	<b>65.70</b>	<b>60.00</b>	<b>128.00</b>	<b>43.75</b>
Interest rate	8.50% - 10.75%		8.50% - 10.75%	
<b>From Other Parties -Unsecured Loans</b>				
From others	-	-	3.87	-
<b>Sub Total (D)</b>	<b>-</b>	<b>-</b>	<b>3.87</b>	<b>-</b>
<b>TOTAL</b>	<b>16,129.26</b>	<b>1,385.64</b>	<b>6,436.07</b>	<b>1,298.88</b>

### 15.1 Maturity Profile of Term Loan are as set out below:

Particular	Maturity Profile as on 31-3-23		Maturity Profile as on 31-3-22	
	6-15 Years	1-5 Years	6-15 Years	1-5 Years
Term Loans - from Bank	7,670.45	8,458.61	329.00	6,103.20
Term Loans - from other parties	-	-	-	3.87
	<b>7,670.45</b>	<b>8,458.61</b>	<b>329.00</b>	<b>6,107.07</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 16: OTHER NON CURRENT FINANCIAL LIABILITIES

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
Security liabilities	364.18	-	305.75	-
Deferred Guarantee Income	30.30	5.39	-	-
<b>TOTAL</b>	<b>394.48</b>	<b>5.39</b>	<b>305.75</b>	<b>-</b>

## NOTE 17: PROVISIONS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
Provision for Gratuity (unfunded) (Refer note no. 27.1)	253.83	10.68	208.40	18.38
Provision for Leave Encashment (Unfunded)	-	53.37	-	30.24
<b>Total</b>	<b>253.83</b>	<b>64.05</b>	<b>208.40</b>	<b>48.62</b>

## NOTE 18: DEFERRED TAX LIABILITIES (NET)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
As per last balance sheet	1,147.79		1,263.34	
Add: Deferred tax liability:-				
- Related to other comprehensive income.	46.06		26.37	
- Related to fixed assets	-		(88.23)	
- Related to IND AS	39.29		(1.90)	
- Related to provision for employee benefit expenses	-		-	
	<b>1,233.14</b>		<b>1,199.59</b>	
Less: Deferred tax asset:-				
- Related to fixed assets	(73.67)			
- Related to provision for employee benefit expenses	(3.14)		(51.80)	
		<b>1,156.33</b>		<b>1,147.79</b>
(Refer note 32)				
<b>TOTAL</b>		<b>1,156.33</b>		<b>1,147.79</b>

## NOTE 19: CURRENT BORROWINGS

(Rs.in Lakhs)

Particular	As At	As At
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Secured Loans</b>		
<b>1. Punjab National Bank, Bathinda</b>		
i) Cash Credit Limit*	16,254.59	13,238.08
*(Secured by hypothecation of all the stock of raw material, stock-in-process, semi finished goods, finished goods, consumable store, present or future book debts of the Company wheresoever lying whether present or future at bathinda and sangat kalan Distt. Bathinda) Rate of Interest 7.35%		-
Current Maturities of Long Term Debt	1,385.64	1,298.87
<b>Unsecured Loans</b>		
1. HDFC Bank Credit Card	1.08	0.15
<b>TOTAL</b>	<b>17,641.31</b>	<b>14,537.09</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 20 : TRADE PAYABLE

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Amount due to micro enterprises and small enterprises	-	97.53
Others (refer note no. 39)	11,705.13	7,611.31
<b>TOTAL</b>	<b>11,705.13</b>	<b>7,708.84</b>

There is no principal amount and interest overdue to Micro and Small Enterprises. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company.

## NOTE 21 : OTHER CURRENT FINANCIAL LIABILITIES

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Interest accrued but not due	45.10	13.17
Security Deposit	53.51	47.74
Employee Related Liability	167.24	131.58
Unclaimed Dividend	46.61	46.15
Other Payables	115.27	339.30
Deferred Guarantee Income-Current	5.39	-
<b>TOTAL</b>	<b>433.12</b>	<b>577.94</b>

## NOTE 22 : OTHER CURRENT LIABILITIES

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Advance from Customers	780.25	266.82
Deferred Revenue - INS AS	90.76	106.94
Statutory dues Payable	92.35	194.13
<b>TOTAL</b>	<b>963.36</b>	<b>567.89</b>

## NOTE 23: REVENUE FROM OPERATIONS

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Sale of Products (including excise duty)	1,60,685.92	1,95,458.47
Sale of Real Estate units	857.31	697.94
Sale of Services	166.21	166.03
<b>Other operating revenue:</b>		
Sale of Scrap	198.76	240.94
Miscellaneous Income	1,401.42	2,743.49
<b>TOTAL</b>	<b>1,63,309.62</b>	<b>1,99,306.87</b>

### 23.1 Reconciliation of revenue from contracts with contract price

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Total revenue from Sale	1,61,709.44	1,96,322.44

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 23: REVENUE FROM OPERATIONS

### 23.2 Disclosure of disaggregated revenue:

#### i) On the basis of type of products lineup-

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Edible oil and Vanaspati Ghee	1,07,794.86	1,44,956.03
Distillery products (Ethanol, ENA and Alcohol)	52,891.06	50,502.45
Real estate (units and related services)	1,023.52	863.97
Others Operative Revenue	1,600.18	2,984.43
<b>Total</b>	<b>1,63,309.62</b>	<b>1,99,306.87</b>

(Refer Note No.7 & 22)

## NOTE 24: OTHER INCOME

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Interest income from deposit with banks and others	28.69	28.93
Rental income	586.95	543.68
Rental income Ind AS	16.19	15.21
Profit on sale of fixed assets	1.83	130.25
Profit on MEIS license	5.30	10.90
Gain on fair valuation of current investment	0.59	4.18
Guarantee Income	2.06	-
Miscellaneous income	20.65	78.06
<b>TOTAL</b>	<b>662.26</b>	<b>811.21</b>

## NOTE 25: COST OF RAW MATERIALS CONSUMED

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Raw Materials</b>		
Imported	56,644.60	76,580.69
Indigenous	78,148.72	89,160.35
<b>TOTAL</b>	<b>1,34,793.32</b>	<b>1,65,741.03</b>

## NOTE 26: CHANGES IN INVENTORIES

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Inventories (At the beginning of the year)</b>		
<b>Finished Goods:</b>		
- At Factory (Oil Unit)	5,659.86	4,322.88
- At Factory (Distillery Unit)	863.92	1,526.47
- At Project D.D.Mittal Tower	309.69	720.48
- At Ganpati Estate	591.87	632.81
- At Zirakpur (Commercial units)	44.50	-
<b>Stock in Process:</b>		
- At Factory (Oil Unit)	3,000.53	2,906.98
- At Factory (Distillery Unit)	174.51	314.41
- At Project D.D.Mittal Tower	941.08	941.08
<b>(A)</b>	<b>11,585.96</b>	<b>11,365.11</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 26: CHANGES IN INVENTORIES (Contd..)

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Inventories ( At the end of reporting period)		
<b>Finished Goods:</b>		
- At Factory (Oil Unit)	10,210.19	5,659.86
- At Factory (Distillery Unit)	2,260.62	863.92
- At Project D.D.Mittal Tower	255.90	309.69
- At Ganpati Estate	246.95	591.88
- At Zirakpur (Commercial units)	44.50	44.50
<b>Stock in Process:</b>		
- At Factory (Oil Unit)	2,853.64	3,000.53
- At Factory (Distillery Unit)	277.59	174.51
- At Project D.D.Mittal Tower	941.08	941.08
<b>(B)</b>	<b>17,090.47</b>	<b>11,585.97</b>
Add: Cost incurred on Flats/ SCO/ Villa etc.	-	22.00
<b>Net change in inventory (A-B)</b>	<b>(5,504.51)</b>	<b>(198.87)</b>

## NOTE 27: EMPLOYEE BENEFIT EXPENSES

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Salary ,wages and bonus	1,794.17	1,506.50
Gratuity expenses	48.19	44.36
Contribution to provident and other funds	92.38	79.17
Staff welfare expenses	110.08	120.82
<b>TOTAL</b>	<b>2,044.82</b>	<b>1,750.85</b>

### 27.1 As per Indian accounting standard 19 “Employee benefits”, the disclosures as defined are given below :

#### Defined contribution plan

Contribution to defined contribution plan, recognised as expense for the year is as under:

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Employer’s contribution to Provident Fund	72.33	60.68
Employer's contribution to ESI Fund	18.83	17.41
Employer's contribution to Labour Welfare Fund	1.22	1.08
	<b>92.38</b>	<b>79.17</b>

#### Defined Benefit Plan

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>I. Reconciliation of Opening and Closing Balances of Defined Benefit Obligation</b>		
Defined benefit obligation at beginning of the year	226.78	241.74
Interest cost	15.81	15.36
Current service cost	32.81	28.99
Benefits paid	(18.32)	(28.79)
Actuarial (gain)/ loss	7.43	(30.54)
<b>Defined benefit obligation at year end</b>	<b>264.51</b>	<b>226.77</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 27: EMPLOYEE BENEFIT EXPENSES (Contd..)

### Defined Benefit Plan

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>II. Reconciliation of opening and closing balances of fair value of plan assets</b>		
Fair value of plan assets at beginning of the year	-	-
Expected return on plan assets	-	-
Employer contribution	-	-
Liability transferred in/ acquisitions	-	-
Benefits paid	-	-
Actuarial gain/ (loss)	-	-
<b>Fair value of plan assets at year end</b>	<b>-</b>	<b>-</b>
<b>III. Reconciliation of Fair Value of Assets and Obligations</b>		
Present value of obligation at the end of the period	264.51	226.77
Fair value of plan assets at the end of the period	-	-
<b>Net liability/ (asset) recognised in the balance sheet</b>	<b>264.51</b>	<b>226.77</b>
<b>IV. Expenses recognised during the year</b>		
In income statement	-	-
Current service cost	32.81	28.99
Interest cost on benefit obligation	15.81	15.36
Expected return on plan assets	-	-
Actuarial (Gain)/ loss recognised in the year	-	-
<b>Net cost</b>	<b>48.62</b>	<b>44.35</b>
<b>In other comprehensive income</b>		
Actuarial (gain)/ loss on obligation for the period	7.43	(30.54)
Experience Variance	-	-
Return on Plan Assets, Excluding Interest Income	-	-
<b>Net (Income)/ Expense for the period recognised in OCI</b>	<b>7.43</b>	<b>(30.54)</b>
<b>V. Gratuity Policy : No Investments are done in gratuity policy</b>		
<b>VI. Actuarial assumptions</b>		
Mortality table (IALM)		
Discount rate (per annum)	7.20%	7.35%
Expected rate of return on assets (per annum)	-	-
Rate of escalation in salary (per annum)	6.00%	8.00%
Rate of employee turnover/attrition rate		
18-25	5.00%	5.00%
26-30	3.00%	3.00%
31-44	2.00%	2.00%
45-58	0.00%	0.00%
45-60	1.00%	1.00%

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 27: EMPLOYEE BENEFIT EXPENSES (Contd..)

### VII. Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

**Defined benefit obligation (Base)** **264.51** **226.77**

#### Sensitivity analysis of present value of obligation to key assumption.

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Discount rate</b>		
Increase of 0.50%	251.98	209.89
	-4.74%	-5.36%
Decrease of 0.50%	278.05	231.34
	5.12%	4.31%
<b>Salary growth rate</b>		
Increase of 0.50%	277.22	230.63
	4.81%	3.99%
Decrease of 0.50%	252.27	210.30
	-4.63%	-5.18%

These plans typically expose the company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

**Investment risk :** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Interest risk :** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

**Longevity risk:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary risk:** The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

**Note :** The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

The above information and data are as per actuarial report issued and certified by the actuary.



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 28: FINANCE COSTS

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Interest to banks, financial institutions and others	459.61	1,487.23
Other borrowing cost	56.99	-
Interest on income tax (including TDS)	52.95	144.18
Interest on lease liabilities	-	1.02
Interest on security deposit	12.43	14.53
Exchange fluctuations	144.89	116.37
<b>TOTAL</b>	<b>726.87</b>	<b>1,763.33</b>

## NOTE 29: DEPRECIATION AND AMORTISATION EXPENSE

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Depreciation on property, plant & equipment	1,421.80	1,408.64
Depreciation on investment property	120.35	32.38
Amortisation on intangible asset	3.69	4.45
Depreciation on right of use asset	-	8.78
<b>TOTAL</b>	<b>1,545.84</b>	<b>1,454.24</b>

## NOTE 30: OTHER EXPENSES

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>A. Manufacturing Expenses</b>		
Consumption of Stores, Spares and Packing Material	2,691.35	2,148.51
Crushing Expenses of Mustard Seeds	42.43	29.93
Processing Chemicals	2,173.88	1,993.75
Power and Fuel	10,366.05	8,368.90
Grinding Expenses	64.10	65.89
Repair and Maintenance		
Repairs to Building	65.43	32.14
Repairs to Machinery	1,750.86	1,430.65
Research and Development	-	13.17
Export Fee Expenses	30.87	37.91
Water Charges	80.77	70.23
<b>B. Selling and Distribution Expenses</b>		
Freight Outward	1,737.86	1,963.50
Brokerage and Commission	161.63	205.74
Marketing Expenses	71.19	140.15
<b>C. Establishment and Other Expenses</b>		
Allowance for Expected Credit Loss	(1.41)	42.93
Insurance	234.80	202.90
Telephone	9.41	9.38
Travelling and Conveyance	99.06	87.26
Rent	118.62	73.97
Rate and Taxes	4.30	6.48
Legal and Professional Fee	545.62	319.16
Corporate Social Responsibility	135.39	100.78

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 30: OTHER EXPENSES (Contd..)

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Charity and Donation	5.04	2.34
Printing and Stationary	35.43	27.45
Audit Fee	26.17	34.00
Director Sitting Fees	3.55	3.20
General Expenses	132.99	256.92
<b>TOTAL</b>	<b>20,585.39</b>	<b>17,667.23</b>

## NOTE 30.1: PAYMENT TO STATUTORY AUDITORS

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>(a) Auditor</b>		
Statutory Auditor Fees	15.00	13.00
Tax Audit Fees	10.00	10.50
Other Certification Fees	-	10.50
<b>Total</b>	<b>25.00</b>	<b>34.00</b>

## NOTE 30.2: CORPORATE SOCIAL RESPONSIBILITY (CSR)

Details of amount spent towards Corporate social responsibility given below:

### Details of expenditure

(Rs.in Lakhs)

Particular	March, 2023	March, 2022
1. Gross amount required to be spent by the Company during the year	138.85	100.01
2. Amount spent during the year		
(a) Construction/acquisition of any assets*	59.50	93.19
(b) On Purposes other than (i) above	75.89	7.59
(c) Amount adjusted out of surplus arising from CSR activities of Previous Financial Years (Op. Rs. 5.05 lakhs - 3.46 lakhs adjusted), now remaining Surplus Carry Forward - 1.59 lakhs	3.46	
3. Short fall at the end of the year	-	-
4. Totals of previous year shortfall	-	-
5. Reason of previous year shortfall		
6. Nature of CSR Activities	Refer Note (a) Below	
<b>Total</b>	<b>138.85</b>	<b>100.78</b>

### Note(a):-

\*The company has spent Rs. 59.50 Lakhs on construction of 51 houses/dwelling units for the benefit of Economical Weaker Section of the Society residing in Udiya Colony, Bathinda (The project was completed during FY 22-23) through Dwarka Das Charitable Trust under the CSR activities. The Trust is registered under Section 12A and Section 80G of Income Tax Act, 1961 and also registered with MCA for undertaking CSR Activities as per Certificate No.CSR00002250. Hence the expenditure made for the said project qualifies under "Measure for Reducing Inequalities Faced by Socially and Economically Backward Group" in the nature of CSR activities provided under schedule-7 of the Companies Act, 2013.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 31: EARNING PER SHARE (EPS)

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
(i) Net profit after tax as per statement of profit and loss attributable to equity shareholders ( Rs. in lakh )	7,208.82	8,504.53
(ii) Weighted average no of equity shares used as denominator for calculating basic EPS	241.50	241.50
(iii) Weighted average number of equity shares used as denominator for calculating DEPS	249.29	241.50
Basic earnings per share (Rs.)	29.85	35.22
Diluted earnings per share (Rs.)	28.92	35.22
Face value per equity share (Rs)	10.00	10.00

## Note 32. Income Taxes

### (A) Components of income tax expense

Income tax recognised in statement of profit and loss a/c	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Current tax	2,450.00	3,000.00
Deferred tax	(37.53)	(141.92)
<b>Total</b>	<b>2,412.47</b>	<b>2,858.08</b>

Income tax recognised in other comprehensive income	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Deferred tax		
Gain on financial assets through OCI	46.06	26.37
<b>Total</b>	<b>46.06</b>	<b>26.37</b>

### (B) Reconciliation of effective tax rate

	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Profit Before Tax and Exceptional Items	9621.29	11362.61
Applicable Tax Rate	25.17%	25.17%
Computed Tax Expense	2,421.49	2,859.74
TAX EFFECT OF:		
Add/ Less: Expenses Disallowed	28.51	140.26
Current Tax Provision (A)	2,450.00	3,000.00
Incremental Deferred tax Liability (Asset) on account of Property, Plant and Equipment and Intangible Assets	(73.67)	(88.23)
Incremental Deferred tax Liability/(Asset) on account of Financial Assets and Other items	36.14	(53.69)
Deferred Tax Provision (B)	(37.53)	(141.92)
Tax Expenses Recognised in Statement of Profit and Loss ( A+B )	2,412.47	2,858.08
<b>Effective Tax Rate</b>	<b>25.07%</b>	<b>25.15%</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 33: RELATED PARTY DISCLOSURE

### i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and/or with whom control exists and relationships :

Name of the Related Party	Relationship
Svaksha Distillery Limited, Kharagpur (WB)	Subsidiary
Rajinder Mittal	KMP
Kushal Mittal	KMP
SN Goyal	KMP
Gurinder Makkar	KMP (CS upto Oct., 2022)
Ajeet Kumar Thakur	KMP (CS Nov., 2022 onward)
Gulab Singh	KMP
Garima Mittal	Relative of KMP
Swati Mittal	Relative of KMP
Sara Garg	Relative of KMP

### List of other related parties with whom transactions have taken place during the year and relationships :

Mittal Enterprises, Bathinda (A partnership concern of relative of Sh.Rajinder Mittal)	One partner is a relative of KMP
Ganpati Enterprises, Bathinda (A partnership concern of relative of Sh.Rajinder Mittal)	One partner is a relative of KMP
R.K. Exports, Bathinda Prop. Sh. Rajinder Mittal	Proprietorship of KMP
Kushal Impex, Bathinda (A proprietorship firm of relative of Sh.Rajinder Mittal)	Proprietorship of relative of KMP
VKM Township Ltd.	Entity under control of relatives of KMP

### ii) Transactions during the year with related parties

(Rs.in Lakhs)

Sr. No	Nature of Transactions (Excluding Reimbursements)		Subsidiary	KMP/ Relative	Entity Exercising Significant influence	Entity under control of relatives of KMP	Total
(A)	Purchase/Material Consumed	F/Y 2022-23	-	-	6,124.97	-	6,124.97
		F/Y 2021-22	-	-	9,711.19	-	9,711.19
(B)	Interest Received	F/Y 2022-23	900.60	160.41	-	5.80	1,066.81
		F/Y 2021-22	661.64	386.75	-	-	1,048.39
(C)	Payment to KMP	F/Y 2022-23	-	140.14	-	-	140.14
		F/Y 2021-22	-	141.52	-	-	141.52
(D)	Sales	F/Y 2022-23	3.76	514.14	-	-	517.90
		F/Y 2021-22	-	-	-	-	-
(E)	Payment of lease rent	F/Y 2022-23	-	0.58	-	-	0.58
		F/Y 2021-22	-	0.58	-	-	0.58
(F)	Loan provided	F/Y 2022-23	5,346.31	-	-	-	5,346.31
		F/Y 2021-22	6,021.13	-	-	-	6,021.13

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 33: RELATED PARTY DISCLOSURE (Contd..)

### iii) Balances as at 31<sup>st</sup> March, 2023

		(Rs.in Lakhs)	
Particulars	Relationship	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>(1) Investments</b>			
Svaksha Distillery Limited, Kharagpur (WB)	Subsidiary	3,882.36	3,844.60
<b>(2) Trade Payables</b>			
R.K. Exports, Bathinda (Pb.) Prop. Sh. Rajinder Mittal	KMP	-	4142.84 Dr.
<b>(3) Advance to Supplier</b>			
Mitta.I Enterprises, Bathinda (Pb.) (A partnership firm of relative of Sh.Rajinder Mittal)	Entity Exercising Significant influence	25.00 Dr.	391.08 Dr
Kushal Impex, Bathinda (Pb.) (A proprietorship firm of relative of Sh.Rajinder Mittal)	Entity Exercising Significant influence	217.75 Dr	1396.84 Dr
<b>(4) Trade Receivable</b>			
Ganpati Enterprises, Bathinda (Pb.) (A partnership firm of relative of Sh.Rajinder Mittal)	Entity Exercising Significant influence	-	2475.80 Dr

#### Note:

- The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- Review of outstanding balances is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.
- These balances are unsecured and their settlement occurs through Banking channel.

### iv) Disclosure in Respect of Major Related Party Transactions during the year :

		(Rs.in Lakhs)	
Particulars	Relationship	2022-2023	2021-2022
<b>Purchase of Goods</b>			
Kushal Impex (proprietorship)	Proprietorship of relative of KMP	2,440.56	3,085.47
Mittal Enterprises	One partner is a relative of KMP	3,684.41	3,762.46
Ganpati Enterprises	One partner is a relative of KMP	-	2,863.26
<b>Sales</b>			
Smt. Sunita Mittal Ji	Relative of KMP	257.07	-
Smt. Sara Garg Ji	Relative of KMP	257.07	-
Svaksha Distillery Ltd.	Subsidiary	3.76	-
<b>Interest Received</b>			
Svaksha Distillery Limited, Kharagpur (WB)	Subsidiary	900.60	661.64
R.K. Exports	KMP	160.41	386.75
VKM Township Ltd.	Entity under control of relatives of KMP	5.80	-
<b>Lease Rent Paid</b>			
Sh.Rajinder Mittal	KMP	0.12	0.12
Smt.Garima Mittal	Relative of KMP	0.34	0.34
Smt.Swati Mittal	Relative of KMP	0.12	0.12

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 33: RELATED PARTY DISCLOSURE (Contd..)

		(Rs.in Lakhs)	
Particulars	Relationship	2022-2023	2021-2022
<b>Loan Given</b>			
Svaksha Distillery Limited, Kharagpur (WB)	Subsidiary	5,346.31	6,021.13
<b>Remuneration to Key Managerial Personnel</b>			
Sh.Rajinder Mittal	KMP	60.00	60.00
Sh. Kushal Mittal	KMP	48.00	48.00
Sh.S.N.Goyal	KMP	7.25	11.47
Sh. Gurinder Makkar	KMP	4.81	7.86
Sh. Ajeet Kumar Thakur	KMP	5.21	-
Sh. Gulab Singh	KMP	14.87	14.19

### 33.1 Compensation of Key Management personnel\*

The remuneration of director and other member of key management personnel during the year was as follows :

		(Rs.in Lakhs)	
Particular		2022-2023	2021-2022
i) Short term benefits		140.14	141.52
ii) Post employment benefits		-	5.02
iii) Other long term benefits		-	-
iv) Share based Payments		-	-
v) Termination Benefits		-	-
<b>Total</b>		<b>140.14</b>	<b>146.54</b>

The Remuneration of directors and key executives is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends

The Remuneration to the Key Managerial Personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

The sitting fees paid to non-executive directors is Rs. 3.55 lakhs and Rs. 3.20 lakhs for the year ended on 31<sup>st</sup> March, 2023 and 31<sup>st</sup> March, 2022 respectively

## 34. CONTINGENT LIABILITY AND COMMITMENTS

		(Rs.in Lakhs)	
Particular		2022-2023	2021-2022
<b>(I) Contingents Liabilities</b>			
<b>(A) Claims against the Company /disputed liabilities not acknowledged as debts</b>			
(a) In respect of joint ventures		-	-
(b) In respect of others		-	-
<b>(B) Guarantees</b>			
<b>(i) Guarantees to Banks and Financial Institutions against credit facility extended to third parties and other Guarantees</b>			
(a) In respect of joint ventures		-	-
(b) In respect of subsidiary		14,680.00	-
<b>(ii) Performance Guarantees</b>			
(a) For contracts		472.39	50.26

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 34. CONTINGENT LIABILITY AND COMMITMENTS (Contd..)

Particular	(Rs.in Lakhs)	
	2022-2023	2021-2022
<b>(iii) Outstanding Guarantees furnished to Banks and Financials Institutions including in respect of Letter of Credit</b>	-	-
(a) In respect of joint ventures	-	-
(b) In respect of others	-	-
<b>(C) Other Money for which company is contingently liable</b>		
<b>(i) Liability in respect of bills discounted with Banks (Including third party bills discounting)</b>	-	-
(a) In respect of joint ventures	-	-
(b) In respect of others	-	-

Particular	(Rs.in Lakhs)	
	2022-2023	2021-2022
<b>(II) Commitments</b>		
<b>(A) Estimated amount of contracts remaining to be executed on account and not provided for:</b>		
(a) In respect of joint ventures	-	-
(b) In respect of others (net of capital advances)	-	11,451.24
<b>(B) Uncalled liability on shares and other investment partly paid.</b>		
<b>(C) Other Commitments</b>		
(a) sales Tax deferred liability assigned Rs.Nil	-	-
Previous year Rs. Nil		
	<b>15,152.39</b>	<b>11,501.50</b>

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS

### 35.1 Capital Management

The Company manages its capital to ensure that it will continue as going concern while maximizing the return to stakeholders.

The company manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compare to last year.

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- a) Maintain financial strength to ensure A+ Stable ratings domestically
- b) Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- c) Proactively manage group exposure in forex, interest and commodities to mitigate risk to earnings.
- d) Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS (Contd..)

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

(Rs.in Lakhs)

The gearing ratio at end of the reporting period was as follows.	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Gross Debt	33,770.57	20973.16
Cash and Marketable Securities	760.69	1,920.20
Net Debt (A)	33,009.88	19052.96
Total Equity (As per Balance Sheet) (B)	48,949.81	36,985.25
<b>Net Gearing (A/B)</b>	<b>0.67</b>	<b>0.52</b>

### 35.2 Financial Instruments

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in quoted Equity Shares is measured at quoted price.
- The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using forward exchange rates and yield curves at the balance sheet date.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

### 35.3 Fair valuation measurement hierarchy

(Rs.in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2023				As at 31 <sup>st</sup> March, 2022			
	Carrying amount	Level of Input used in			Carrying amount	Level of Input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
<b>Financial Assets</b>								
<b>At Amortized Cost</b>								
Investments	3,882.36	-	-	-	3,844.61	-	-	-
Trade Receivable	6,907.93	-	-	-	10,167.33	-	-	-
Cash and Bank Balances	751.06	-	-	-	1,920.20	-	-	-
Loans	14,275.15	-	-	-	8,118.30	-	-	-
Other Financial Assets	361.02	-	-	-	19.20	-	-	-
<b>At FVTOCI</b>								
Investments	685.25	-	685.25	-	502.27	-	502.27	-
<b>At FVTPL</b>								
Investments	9.63	9.63	-	-	9.04	9.04	-	-
<b>Financial Liabilities</b>								
<b>At Amortized Cost</b>								
Borrowings	33,770.57	-	-	-	20,973.16	-	-	-
Trade Payable	11,705.13	-	-	-	7,708.84	-	-	-
Other Financial Liabilities	827.60	-	-	-	577.94	-	-	-



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS (Contd..)

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

**Level 2:** Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

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

### 35.4 Foreign Currency Risk

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

Particulars	(Rs.in Lakhs)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Loans	-	-
Trade and Other Payables	850.76	4,049.85
Trade and Other Receivables	-	-
<b>Net Exposure</b>	<b>850.76</b>	<b>4,049.85</b>

### 35.5 Interest Rate Risk

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows

#### Interest Rate Exposure

Particulars	(Rs.in Lakhs)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Loans		
Borrowings		
Long term Loan	17,514.88	6,436.07
Short term Loan	16,255.67	14,537.09
<b>Total</b>	<b>33,770.55</b>	<b>20,973.16</b>

#### Sensitivity analysis of 1% change in Interest rate

Particulars	(Rs.in Lakhs)			
	Interest Rate Exposure		As at 31 <sup>st</sup> March, 2022	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2022
	Up Move	Down Move	Up Move	Down Move
Impact on Equity				
Impact on P&L	(337.71)	337.71	(209.73)	209.73
<b>Total</b>	<b>(337.71)</b>	<b>337.71</b>	<b>(209.73)</b>	<b>209.73</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS (Contd..)

### 35.6 Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of crude oil, other products. The company has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs. The company's commodity risk is managed centrally through well-established trading operations and control processes.

### 35.7 Credit Risk

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by Letters of Credit, Bank Guarantees or other forms of credit insurance, wherever required. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 7. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Particulars	(Rs.in Lakhs)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Gross Carrying Amount	6,950.82	10,211.63
Expected Loss Rate	0.62%	0.43%
Expected Credit Losses	(42.89)	(44.30)
<b>Carrying Amount</b>	<b>6,907.93</b>	<b>10,167.33</b>

### 35.8 Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the company's business activities may not be available. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due, so that the company is not forced to obtain funds at higher rates. The Company monitors rolling forecasts of the Company's cash flow position and ensure that the Company is able to meet its financial obligation at all times including contingencies.

Particulars	Maturity Profile of Loans as on 31 March 2023						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
<b>Non Derivative Liabilities</b>							
Long Term Loans	374.12	353.93	657.59	4,423.34	4,037.00	7,668.90	17,514.88
Short Term Loans	16,255.67	-	-	-	-	-	16,255.67
<b>Total Borrowings</b>	<b>16,629.79</b>	<b>353.93</b>	<b>657.59</b>	<b>4,423.34</b>	<b>4,037.00</b>	<b>7,668.90</b>	<b>33,770.55</b>

Particulars	Maturity Profile of Loans as on 31 March 2022						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
Non Derivative Liabilities							
Long Term Loans	298.00	292.00	584.00	2,382.07	2,551.00	329.00	6,436.07
Short Term Loans	10,175.96	4,361.13	-	-	-	-	14,537.09
<b>Total Borrowings</b>	<b>10,473.96</b>	<b>4,653.13</b>	<b>584.00</b>	<b>2,382.07</b>	<b>2,551.00</b>	<b>329.00</b>	<b>20,973.16</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 36. Disclosures pursuant to the Regulation 34(3) read with para A of Schedule V to SEBI Listing Regulation 2015

(Rs.in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Loan to subsidiary</b>		
Svaksha Distillery Limited, Kharagpur	14,275.15	8,118.30
<b>Maximum amount outstanding at any time during the year</b>		
Svaksha Distillery Limited, Kharagpur	15,346.99	12,180.01
<b>Loan to firms/companies in which directors are interested</b>		

## 37. DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES

(Rs.in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
The amounts remaining unpaid to Micro and Small Suppliers as at the end of the year	-	-
- Principal	-	97.53
- Interest	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006)	-	-
The Amounts of the payments made to Micro and Small suppliers beyond the appointed day during the year		
The amount of 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 the MSMED Act 2006	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of 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, for the purpose of disallowance as a deductible expenditure under the MSMED Act 2006	-	-
<b>Total</b>	<b>-</b>	<b>97.53</b>

The above information has been determined to the extent such parties have been identified on the bases of information provided by the Company which has been relied upon by the auditors.

## 38. Additional disclosures for trade receivables:

### Trade Receivables ageing schedule for trade receivable outstanding on 31-3-2023 (Refer note 7)

(Rs.in Lakhs)

Trade Receivables - Billed	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,608.53	5,292.85	-	-	-	-	6,901.38
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	49.44	49.44
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,608.53</b>	<b>5,292.85</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.44</b>	<b>6,950.82</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 38. Additional disclosures for trade receivables: (Contd..)

Trade receivables- Unbilled	-	-	-	-	-	-	-
<b>Total</b>	<b>1,608.53</b>	<b>5,292.85</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.44</b>	<b>6,950.82</b>

## Trade Receivables ageing schedule for trade receivable outstanding as on 31-3-2022 - (Refer note 7)

(Rs.in Lakhs)

Trade Receivables - Billed	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good (net of provision)	1,149.00	8,968.54	-	-	-	-	10,117.54
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	45.79	45.79
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	4.00	4.00
<b>Total</b>	<b>1,149.00</b>	<b>8,968.54</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.79</b>	<b>10,167.33</b>
<b>Trade receivables- Unbilled</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>1,149.00</b>	<b>8,968.54</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.79</b>	<b>10,167.33</b>

## 39. Trade Payables ageing schedule for amounts outstanding as on 31-3-2023 (Refer note no.- 20)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Trade Payables</b>						
(i) MSME	-	-	-	-	-	-
(ii) Others	3,537.92	8,167.21	-	-	-	11,705.13
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>3,537.92</b>	<b>8,167.21</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>11,705.13</b>

## Trade Payables ageing schedule for amounts outstanding as on 31-3-2022 - (Refer note no.- 20)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Trade Payables</b>						
(i) MSME	-	97.53	-	-	-	97.53
(ii) Others	-	7,611.31	-	-	-	7,611.31
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>7,708.84</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,708.84</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 40. The Ratios for the years ended March 31, 2023 & March 31, 2022 are as follows:-

(Rs.in Lakhs)

Ratio	For the year ended March 31, 2023	For the year ended March 31, 2022	Change in Ratio	Reason if Change is more than 25%
(a) Current Ratio (in times)	1.82	1.84	(0.84)	NA
(b) Debt-Equity Ratio (in times)	0.33	0.17	89.35	Increase due to raising fresh term loan of Rs.120 Crores for expansion of 200 KLPD Ethanol Unit.
(c) Debt Service Coverage Ratio (in times)	3.73	2.50	49.02	Increase due to decline in interest on term loan.
(d) Return on Equity Ratio (in %)	16.78	25.76	(34.88)	Decline due to increase in equity.
(e) Inventory turnover ratio (in times)	6.72	8.96	(24.98)	NA
(f) Trade Receivables turnover ratio (in months)	1.59	1.40	13.46	NA
(g) Trade payables turnover ratio (in months)	1.16	1.07	8.15	NA
(h) Net Working capital turnover ratio (in times)	6.25	9.88	(36.73)	Decline due to decline in turnover.
(i) Net capital turnover ratio (in times)	3.80	6.04	(37.07)	Decline due to decline in turnover.
(j) Net profit ratio (in %)	4.41	4.27	3.45	NA
(k) Return on Capital employed (in %)	0.12	0.34	(63.71)	Decline due to decline in PBT.
(l) Return on investment (in %)	11.68	10.03	16.47	NA

Ratio	Numerator	Denominator
(a) Current Ratio (in times)	Total current assets	Total current liabilities
(b) Debt-Equity Ratio (in times)	Debt consists of Long Term Borrowings and lease liabilities	Total equity
(c) Debt Service Coverage Ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash operating expenses + Interest + Other non cash adjustment + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest + principal repayments
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity
(e) Inventory turnover ratio (in times)	Revenue from operations	Average Inventory (Opening+Closing/2)
(f) Trade Receivables turnover ratio (in months)	Revenue from operations/12 months	Average trade receivables (Opening+Closing/2)
(g) Trade payables turnover ratio (in months)	(Cost of raw materials consumed)/12 months	Average trade payables (Opening+Closing/2)
(h) Net Working capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)
(i) Net capital turnover ratio (in times)	Revenue from operations	Shareholder's Fund (i.e.Total Assets Less Total Liabilities)
(j) Net profit ratio (in %)	Profit for the year	Revenue from operations
(k) Return on Capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Total Debt +Deferred tax liabilities
(l) Return on investment (in %)	Income generated from investment	Investments = Current Investment + Investment Property+ Non-Current Investment

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 41. Leases:

### As lessor

The company has entered into operating leases as lessor for its investment properties (refer note 2).

Additional disclosures for leases are as follows:

Particulars	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Total lease income received	586.95	543.68
Variable consideration received	14.94	46.18

The undiscounted minimum lease payments to be received over the remaining non-cancellable term on an annual basis are as follows:

Particulars	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
1 <sup>st</sup> year	578.39	570.02
2 <sup>nd</sup> year	619.88	578.39
3 <sup>rd</sup> year	635.28	619.88
4 <sup>th</sup> year	644.64	635.28
5 <sup>th</sup> year	322.09	644.64
After 5 years	1,135.75	1,457.85
<b>Total</b>	<b>3,936.03</b>	<b>4,506.05</b>

### As lessee

The company has entered into operating leases as lessee.

Additional disclosures for leases are as follows:

Particulars	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Lease rent paid		
For short term lease	118.04	73.39
For low value lease *	0.58	0.58
<b>Total</b>	<b>118.62</b>	<b>73.97</b>

\*The leases for 33 years are accounted for as low value leases in accordance with Ind AS 116.

## 42. OPERATING SEGMENT

The Company has identify three reportable segments viz. Oil & Vanaspati, Distillery and Real Estate. All the activities of the Company revolve around these main business. Accordingly, the Company has only three identifiable segment reportable under Ind AS 108 "Operating Segment". The Managing Director (the 'Chief Operational Decision Maker as defined in IND AS 108 – Operating Segments) monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

- Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".
- Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 42. OPERATING SEGMENT (Contd..)

Particulars	Oil & Vanaspati		Distillery Unit		Real Estate		Unallocable		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
i) Segment Revenue										
External Sales	1,08,594.49	1,47,860.27	54,074.87	51,268.10	1,302.52	989.71	-	-	1,63,971.88	2,00,118.08
Inter Segment Sales	3,325.70	3,736.90	1,835.48	318.88	-	-	-	-	5,161.18	4,055.78
<b>Total</b>	<b>1,11,920.19</b>	<b>1,51,597.17</b>	<b>55,910.35</b>	<b>51,586.98</b>	<b>1,302.52</b>	<b>989.71</b>	<b>-</b>	<b>-</b>	<b>1,69,133.06</b>	<b>2,04,173.86</b>
ii) Segment Result	3,042.26	6,207.32	8,481.48	8,096.15	370.26	276.71	-	-	11,894.00	14,580.18
(Before Depreciation, Interest & Taxes)										
Less:										
a) Depreciation & Amortization	513.05	450.48	1,025.05	999.25	7.74	4.52	-	-	1,545.84	1,454.25
b) Finance Cost	-	-	-	-	-	-	726.87	1,763.33	726.87	1,763.33
<b>Profit Before Tax</b>	<b>2,529.21</b>	<b>5,756.84</b>	<b>7,456.43</b>	<b>7,096.90</b>	<b>362.52</b>	<b>272.19</b>	<b>(726.87)</b>	<b>(1,763.33)</b>	<b>9,621.29</b>	<b>11,362.60</b>
a) Current Tax	-	-	-	-	-	-	(2,450.00)	(3,000.00)	(2,450.00)	(3,000.00)
b) Deferred Tax	-	-	-	-	-	-	37.53	14192	37.53	14192
c) Prior period tax & other adjustments	-	-	-	-	-	-	-	-	-	-
d) Other comprehensive income	-	-	-	-	-	-	-	-	-	-
<b>Profit After Tax</b>	<b>2,529.21</b>	<b>5,756.84</b>	<b>7,456.43</b>	<b>7,096.90</b>	<b>362.52</b>	<b>272.19</b>	<b>(3,139.34)</b>	<b>(4,621.41)</b>	<b>7,208.82</b>	<b>8,504.52</b>
iii) Other Information										
Segment Assets	56,151.00	43,584.98	39,955.20	21,647.16	2,465.26	3,867.95	-	-	98,571.46	69,100.09
Segment Liabilities	26,324.62	19,282.22	21,835.74	11,396.67	304.96	288.16	-	-	48,465.32	30,967.05
Unallocable Liabilities							1,156.33	1,147.79	1,156.33	1,147.79
Capital Expenditure	1,918.35	907.27	18,034.75	3,557.05	31.96	45.10	-	-	19,985.06	4,509.42
Depreciation & Amortization	513.05	450.48	1,025.05	999.25	7.74	4.52	-	-	1,545.84	1,454.25

**Note:** Unallocable Liabilities include Deferred Tax & Current Tax Liabilities.

- 1 Inter segment pricing are at Arm's length basis.
- 2 As per Indian Accounting Standard 108 - Operating Segments, the Company has reported segment information on standalone basis.
- 3 The reportable Segments are further described below :
  - The refining segment includes production and marketing operations of The Oils, Vanaspati Ghee and Other Product.
  - The Distillery segment includes production and marketing operations of The Liquor for human consumption, ENA and Ethanol.
  - The Real Estate segment includes construction of residential house.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 43. Details of unutilised amount of Cash Credit Loan

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March 2023			31 <sup>st</sup> March 2022		
	Fund Based	Non-Fund Based	Overall	Fund Based	Non-Fund Based	Overall
Sanctioned limit	18,000.00	8,500.00	21,500.00	15,000.00	6,000.00	18,500.00
Utilized amount	16,254.59	3,389.00	19,643.59	13,238.00	1,597.00	14,835.00
<b>Unutilized amount</b>	<b>1,745.41</b>	<b>5,111.00</b>	<b>1,856.41</b>	<b>1,762.00</b>	<b>4,403.00</b>	<b>3,665.00</b>

## 44. DETAILS OF INCOME TAX DEMAND/DEFAULTS

(a) There is no outstanding demand of any assessment year till A/Y 2022-23.

## 45. EVENTS AFTER THE REPORTING PERIOD

### For the year ended 31<sup>st</sup> march, 2023

The Board of Directors have recommended an equity dividend of Rs. 5/- per share of face value of Rs.10/- each i.e. @ 50% for the financial year ended March 31, 2023 in its meeting held on 29<sup>th</sup> May 2023, on Equity Shares belonging to Public Category (i.e. Excluding the shares upon which the Promoters have waived/forgone his/their right to receive the dividend by him/them for financial year 2022-23), which will be paid to the shareholders within 30 days of declaration of the same at the ensuing Annual General Meeting. This will lead to an approximate outflow of Rs. 466.56 lakhs if approved. Also, the board has approved the splitting of the face value of the shares from Rs. 10 to Rs. 1 per share, subject to approval of the shareholders and other statutory approvals.

### For the year ended 31<sup>st</sup> march, 2022

"The Board of Directors have recommended an equity dividend of Rs. 3/- per share of face value of Rs.10/- each i.e. @ 30% for the financial year ended March 31, 2022, on Equity Shares belonging to Public Category (i.e. Excluding the shares upon which the Promoters have waived/forgone his/their right to receive the dividend by him/them for financial year 2021-22), which shall be subject to declaration of the same by the Members at the 46<sup>th</sup> AGM of the Company. The Dividend, if declared at the AGM, shall be paid to the shareholders within 30 days of declaration at the same at the ensuing Annual General Meeting. The above Final Dividend recommended by Board is in addition to the interim Dividend of Rs. 2/- per share declared by the Board for the year 2021-22 on 10<sup>th</sup> day of March, 2022."

## 46. APPROVAL OF FINANCIAL STATEMENTS

The Financial Statements were approved in the meeting of Board of Directors held on 29<sup>th</sup> May, 2023.

**47. Long Term Contract:** The Company did not have any long-term Contracts including derivative Contracts for which there were any material foreseeable losses.

**48. Other Payable:** It includes Unclaimed Dividend Account and the Company has transferred Rs. 4,88,884 (P.Y. Rs. 2,32,645) to the Investor Education and Protection Fund during the FY. 2022-23. However, there is no amount pending to be transferred to Investor Education and Protection Fund as on 31.03.2023.

**49.** The accounts of certain trade receivables, trade payables, short term loans and advances and current liabilities are subject to confirmation / reconciliation and adjustment, if any. The management does not expect any material difference affecting the current year's financial statements. In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities have been adequately made in the books of accounts.



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

**50.** There are not any charges or satisfaction yet to be registered with ROC beyond the statutory period.

## **51. No transactions to report against the following disclosure requirements as notified by MCA pursuant**

- a) Crypto Currency or Virtual
- b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- c) Relating to borrowed funds:
  - i. Wilful defaulter
  - ii. Utilisation of borrowed funds & share premium
  - iii. Discrepancy in utilisation of borrowings
  - iv. Current maturity of long term borrowings.
- (d) Disclosure for Struck off Companies.
- (e) Disclosure for undisclosed income disclosed under income tax proceedings.
- (f) Compliance with numbers of layers of companies.
- (g) Title deed of Immovable Properties not held in the name of the company.

**52.** The figures of previous year have been reclassified/regrouped for the better presentation in the financial statements and to confirm to the current year's classification/disclosures. This does not have any impact on the profits of previous year.

**53.** Accompanying notes are an integral parts of financial statements.

### **As per our report of even date attached**

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

### **CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN: 23082938BGUISL3179**

**Place : Bathinda**

**Dated: 29<sup>th</sup> May, 2023**

### **For and on behalf of the Board**

### **RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

### **AJEET KUMAR THAKUR**

COMPANY SECRETARY

Membership No.: F9091

### **S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

### **GULAB SINGH**

CFO

# Independent Auditor's Report

To The Members of

**BCL INDUSTRIES LIMITED**

## Report on the audit of the Consolidated Financial Statements

### Opinion

We have audited the consolidated financial statements of BCL Industries Limited (hereinafter referred to as "the Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated balance sheet as at 31<sup>st</sup> March 2023, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year ended 31<sup>st</sup> March 2023, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 as amended, and other accounting principles generally accepted in India, of the Consolidated state of affairs of the group as at March 31<sup>st</sup>, 2023, of its Consolidated profits and total other comprehensive income, Consolidated changes in equity and its Consolidated cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31<sup>st</sup>, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the Consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated financial statements. The results of audit procedures performed by us including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated financial statements.

Key Audit Matters	How our audit addressed the key audit matter
<p><b>A. Capitalization criteria for the capital expenses</b></p> <p>Capitalization criteria refer to the specific guidelines or requirements that the Holding Company uses to determine whether certain costs incurred in relation to the acquisition, construction, or development of an asset can be recognized as part of the asset's cost and subsequently capitalized in the financial statement.</p>	<p>Our audit procedures included and were not limited to the following: -</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the entity's capitalization criteria by reviewing relevant accounting policies, standards, and industry-specific guidelines.</li> <li>• Assessed the design and operating effectiveness of the controls with respect to capitalization criteria adopted by the management for recording of capital nature expenses under the appropriate heads.</li> </ul>

Key Audit Matters	How our audit addressed the key audit matter
<p>Significant judgment and estimates are involved for the capitalization of expenses to the property, plant and equipment of the Group. Also, capitalization is as per the requirements under Ind AS and the criteria for intended use of the management has been met.</p> <p>The Holding Company has incurred a net total capital expenditure of Rs. 19889.95 lakhs during the year on tangible assets.</p> <p>Accordingly, the above matter relating to capitalization criteria of the Holding Company has been considered as a key audit matter.</p>	<ul style="list-style-type: none"> <li>• Assessed the nature of capital expenditure incurred by the Holding Company to test whether they meet the recognition criteria as set out under relevant Ind AS.</li> <li>• Reviewed the management's assessment of estimated useful lives of tangible assets, intangible assets, and recoverability of their carrying values with respect to anticipated future risks and requirement of recognition of impairment losses on account of non-recoverability of the carrying amounts.</li> <li>• Reviewed the documentation for capitalized expenses and their relevant disclosures as provided by the Holding Company in the financial statements.</li> </ul>

## Other Information

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Holding company's annual report, if based on the work we have performed, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant law's and regulations.

## Management's and Board of Directors' Responsibility for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each Company and for preventing and detecting frauds and other irregularities, the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of each Company.

## Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements 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 Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in:

- i. planning the scope of our audit work and in evaluating the results of our work; and
  - ii. to evaluate the effect of any identified misstatements in the Consolidated financial statements.
- Obtain sufficient appropriate audit evidence regarding the financial information of the such entities within the Group of to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the holding company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

## Other matters

The comparative financial statement of the subsidiary which is part of consolidated financial statements for the previous financial year ended 31<sup>st</sup> March, 2022, prepared in accordance with IND AS included in this Consolidated Financial Statements had been audited by the predecessor auditors and auditors in their auditor's report dated 21<sup>st</sup> May, 2022 expressed an unmodified opinion. Our opinion on the Consolidated Financial Statement is not modified in respect of this matter.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report to the extent applicable that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the respective companies so far as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts maintained for the purposes of preparation of the consolidated financial statements.
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March 2023 taken on record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiary, none of the directors of the Group is disqualified as on 31<sup>st</sup> March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the group's internal financial controls over financial reporting.
2. 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, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Group does not have any pending litigations which would impact its financial position.
  - b) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company and its subsidiary company during the year ended 31<sup>st</sup> March 2023.
  - d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary company or
    - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
  - (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or its subsidiary Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary company shall:
    - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
    - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries

- (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (d)(i) and (d)(ii) contain any material mis-statement.
  - e) The dividend declared or paid during the year by the Holding Company and its subsidiary company are in compliance with section 123 of the Act.
  - f) As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Holding Company and the subsidiary company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable
3. With respect to the matter to be included in the Auditors' report under Section 197(16) of the Act:

In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company and its subsidiary Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary Company, is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**FOR AMRG & Associates**

Chartered Accountants

FRN: 004453N

**CA Madhu Mohan  
(Partner)**

Membership No: 082938

UDIN: 23082938BGUISM2529

Place: Bathinda, Punjab

Date: May, 29<sup>th</sup> 2023

# Annexure “A”

to the Independent Auditor’s Report on the consolidated financial statements of BCL INDUSTRIES LIMITED for the year ended 31<sup>st</sup> March 2023

## Report on the Internal Financial Controls Over with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of BCL Industries Limited of even date)

### Opinion

In conjunction with our audit of the consolidated financial statements of BCL INDUSTRIES LIMITED (hereinafter referred to as “the Holding Company”) as of and for the year ended 31<sup>st</sup> March 2023, we have audited the internal financial controls with reference to the consolidated financial statements of the Holding Company and Subsidiary company under the Act which are its subsidiary company, as of that date

In our opinion, the Holding Company and its subsidiary company have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31<sup>st</sup> March 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by the Group considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

### Management’s Responsibility for Internal Financial Controls

The Holding and subsidiary Company’s management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the Group considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective Group’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as “the Act”).

### Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### Meaning of Internal Financial Controls with reference to consolidated financial statements

A company’s internal financial control with reference to Consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

### **Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements**

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

#### **FOR AMRG & Associates**

Chartered Accountants

FRN: 004453N

**CA Madhu Mohan  
(Partner)**

Membership No: 082938

UDIN: 23082938BGUISM2529

Place: Bathinda, Punjab

Date: May, 29<sup>th</sup> 2023



# Consolidated Balance Sheet

as at 31<sup>st</sup> March, 2023

(Rs.in Lakhs)

Particulars	Note	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant and Equipment	2	31,596.66	12,961.20
Capital Work-in-Progress	2	21,235.50	16,629.55
Investment Property	2	2,240.07	2,365.69
Intangible Assets	2	41.62	7.68
Intangible Assets under Development	2	14.00	10.13
Financial assets			
Investments	3	685.25	502.27
Other Financial Assets	4	58.45	
Other Non-Current Assets	5	2,143.29	4,838.67
<b>Total Non-Current Assets</b>		<b>58,014.84</b>	<b>37,315.19</b>
<b>Current Assets</b>			
Inventories	6	32,050.62	19,564.10
Financial Assets			
Investments	7	9.63	9.04
Trade Receivables	8	9,314.60	10,167.32
Cash and Cash Equivalent	9	175.33	1,798.88
Other Balances with Banks	10	583.50	308.37
Other Financial Assets	11	362.90	19.61
Other Current Assets	12	9,040.89	6,568.52
<b>Total Current Assets</b>		<b>51,537.47</b>	<b>38,435.84</b>
<b>Total Assets</b>		<b>1,09,552.31</b>	<b>75,751.03</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	13	2,415.00	2,415.00
Other Equity	14	45,634.64	34,250.08
Non Controlling Interest	14.1	981.48	1,174.82
<b>Total Equity</b>		<b>49,031.12</b>	<b>37,839.90</b>
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
Financial Liabilities			
Borrowings	15	22,904.71	10,398.39
Other Financial Liabilities	16	364.18	305.75
Provisions	17	266.12	208.40
Deferred Tax Liabilities (Net)	18	857.40	1,147.79
<b>Total Non-Current Liabilities</b>		<b>24,392.41</b>	<b>12,060.33</b>
<b>Current Liabilities</b>			
Financial Liabilities			
Borrowings	19	20,856.08	15,649.91
Trade Payables	20		
Dues of micro enterprises and small enterprises			97.53
Dues of others		12,386.83	7,772.54
Other Financial Liabilities	21	731.02	1,052.77
Other Current Liabilities	22	1,234.01	652.97
Provisions	16	71.35	48.62
Current Tax Liabilities (Net)		849.49	576.46
<b>Total Current Liabilities</b>		<b>36,128.78</b>	<b>25,850.80</b>
<b>Total Liabilities</b>		<b>60,521.19</b>	<b>37,911.13</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,09,552.31</b>	<b>75,751.03</b>

## Notes Forming Part of The Consolidated Financial Statements

As per our report of even date attached

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN:23082938BGUISM2529**

Place : Bathinda

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

For and on behalf of the Board

**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

MRN : F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Consolidated Statement of Profit and Loss

for the year ended 31<sup>st</sup> March, 2023

(Rs.in Lakhs)

Particulars	Note	For the Year ended 31 <sup>st</sup> March, 2023	For the Year ended 31 <sup>st</sup> March, 2022
<b>INCOME</b>			
Revenue from Operations	23	1,81,991.70	1,99,306.85
Other Income	24	671.46	811.78
<b>Total Income</b>		<b>1,82,663.16</b>	<b>2,00,118.63</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	25	1,48,633.18	1,65,741.03
Purchase of Stock-in-Trade		-	44.50
Changes in Inventory	26	(7,765.96)	(198.87)
Excise Duty Expenses		158.86	533.15
Employee Benefit Expenses	27	2,958.69	1,750.85
Finance Costs	28	1,983.42	1,766.29
Depreciation and Amortisation Expense	29	2,495.17	1,468.10
Other Expenses	30	25,650.81	17,678.13
<b>Total Expenses</b>		<b>1,74,114.17</b>	<b>1,88,783.18</b>
<b>Profit before exceptional items and tax</b>		<b>8,548.99</b>	<b>11,335.45</b>
Exceptional Items		-	-
Profit before Tax		8,548.99	11,335.45
<b>Tax Expense:</b>			
- Current Tax		(2,450.00)	(3,000.00)
- Deferred Tax		336.46	141.92
<b>Profit for the period from continuing operations</b>		<b>6,435.45</b>	<b>8,477.38</b>
<b>Profit from discontinued operations</b>		<b>-</b>	<b>-</b>
Tax expenses of discontinued operations		-	-
<b>Profit from discontinued operations (after tax)</b>		<b>-</b>	<b>-</b>
<b>Profit for the year</b>		<b>6,435.45</b>	<b>8,477.38</b>
<b>Other comprehensive income</b>			
<b>a) Items that will not be reclassified to profit and loss</b>			
Gain/ (Loss) on equity investments at fair value through other comprehensive income		182.97	100.23
Remeasurement of defined employee benefit plan		(7.42)	30.54
Income tax relating to items that will not be reclassified to Statement of Profit and Loss		(46.06)	(26.37)
<b>b) Items that will be reclassified to profit and loss</b>			
Gain/ (Loss) on debt investments at fair value through other comprehensive Income		-	-
Income tax relating to items that will be reclassified to profit and loss		-	-
<b>Total Comprehensive Income for the year</b>		<b>6,564.94</b>	<b>8,581.78</b>
<b>Net profit attributable to</b>			
i) Owner of the company		6,628.79	8,484.16
ii) Non controlling interest		(193.34)	(6.79)
<b>Other Comprehensive Income attributable to</b>			
i) Owner of the company		129.49	104.40
ii) Non controlling interest		-	-
<b>Total Comprehensive Income attributable to</b>			
i) Owner of the company		6,758.28	8,588.57
ii) Non controlling interest		(193.34)	(6.79)
<b>Earnings per equity share of face value of Rs. 10 each</b>			
Basic	31	27.45	35.13
Diluted	31	26.59	35.13

## Notes Forming Part of The Consolidated Financial Statements

As per our report of even date attached

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN:23082938BGUISM2529**

Place : Bathinda

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

For and on behalf of the Board

**RA-JINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

MRN : F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Cash Flow Statement

 for the year ended 31<sup>st</sup> March, 2023

Particulars	For the Year ended 31 <sup>st</sup> March, 2023	For the Year ended 31 <sup>st</sup> March, 2022
<b>A Cash flow from operating activities</b>		
Net profit before taxation	8,548.99	11,335.45
<b>Adjustment for:</b>		
Depreciation and amortisation expenses	2,495.17	1,468.10
Finance costs	1,983.42	1,766.29
(Profit) on sale of property, plant and equipment	(1.83)	(130.26)
Gain on fair valuation of current investment	(0.59)	-
<b>Operating profit before working capital changes</b>	<b>13,025.16</b>	<b>14,439.58</b>
Trade and other receivables	175.84	(607.88)
Inventories	(12,486.52)	5,520.23
Trade payable and other liabilities	4,762.69	(3,501.89)
Loans, advances and other assets	210.58	(2,689.20)
<b>Cash generated from operations</b>	<b>5,687.75</b>	<b>13,160.84</b>
Direct tax paid	(2,230.01)	(3,655.52)
<b>Net Cash Inflow from Operating Activities {A}</b>	<b>3,457.67</b>	<b>9,505.32</b>
<b>B Cash flow from investing activities</b>		
Purchase of fixed assets and intangible assets including investment property (net of sales)	(25,646.95)	(16,706.32)
Sale /Purchase of investments (net)	-	2,171.95
<b>Net Cash (outflow) from Investing Activities {B}</b>	<b>(25,646.95)</b>	<b>(14,534.37)</b>
<b>C Cash flow from financing activities</b>		
Proceeds from issue of equity share including convertible preferential warrants	4,919.70	3,625.58
Dividend paid (including dividend distribution tax)	(279.94)	(653.18)
Investment in subsidiary by non controlling interest	-	906.39
Finance costs	(1,786.58)	(1,766.29)
Long term and short term borrowings	17,712.47	4,095.19
<b>Net cash Inflow from financing activities {C}</b>	<b>20,565.67</b>	<b>6,207.69</b>
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(1,623.54)	1,178.64
Cash and cash equivalents as at beginning of the year	1,798.87	620.22
<b>Cash and cash equivalents as at end of the year</b>	<b>175.33</b>	<b>1,798.86</b>

## Notes Forming Part of The Consolidated Financial Statements

Refer note (30.2) for amount spent during the years ended March 31, 2023 and March 31, 2022 on construction/acquisition of any asset and other purposes relating to the CSR activities

### As per our report of even date attached

 For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

### CA MADHU MOHAN

Partner

Membership No.: 082938

**UDIN:23082938BGUISM2529**
**Place : Bathinda**
**Dated: 29<sup>th</sup> May, 2023**

### For and on behalf of the Board

#### RAJINDER MITTAL

MANAGING DIRECTOR

DIN:00033082

#### AJEET KUMAR THAKUR

COMPANY SECRETARY

MRN : F9091

#### S.N.GOYAL

WHOLE TIME DIRECTOR

DIN : 00050643

#### GULAB SINGH

CFO

# Statement of Changes In Equity

for the year ended on 31-March-2023

## A. Equity Share Capital and Other Equity

### Current reporting period (2022-2023)

(Rs.in Lakhs)

Particulars	Equity Share capital	Reserves & Surplus						Other Comprehensive Income	Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Retained earnings	Money received against Share Warrants	Revaluation Surplus	Equity Instruments through OCI	
<b>Balance at the beginning of the reporting period i.e 1<sup>st</sup> April 2022</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>11,903.52</b>	-	<b>46.67</b>	<b>185.91</b>	<b>34,250.15</b>
Preferential Convertible warrants (25% subscription money received)	-	-	-	-	-	4,919.70	-	-	4,919.70
Profit for the financial year	-	-	-	-	6,628.78	-	-	-	6,628.78
Depreciation on revaluation part of fixed assets	-	-	-	-	0.32	-	(0.32)	-	0.00
Net gain on fair value of equity shares	-	-	-	-	-	-	-	136.91	136.91
Remeasurement of defined benefit plan	-	-	-	-	-	-	-	(7.42)	-7.42
Dividend paid	-	-	-	-	(279.94)	-	-	-	-279.94
Issue Expenses	-	-	-	-	(13.50)	-	-	-	-13.50
<b>Balance at the end of the reporting period i.e 31<sup>st</sup> March 2023</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>18,239.18</b>	<b>4,919.70</b>	<b>46.35</b>	<b>315.40</b>	<b>45,634.64</b>

### Previous reporting period (2021-2022)

(Rs.in Lakhs)

Particulars	Equity Share capital	Reserves & Surplus						Other Comprehensive Income	Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Retained earnings	Money received against Share Warrants	Revaluation Surplus	Equity Instruments through OCI	
<b>Balance at the beginning of the reporting period i.e 1<sup>st</sup> April 2021</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>3,778.79</b>	-	<b>47.06</b>	<b>112.05</b>	<b>26,051.95</b>
Changes in accounting policy or prior period items	-	-	-	-	(4.44)	-	-	-	(4.44)
Restated balance at the beginning of the reporting period i.e. at 1 <sup>st</sup> April 2021	2,415.00	692.50	7,837.50	13,584.05	3,774.35	-	47.06	112.05	26,047.55
Profit for the financial year	-	-	-	-	8,484.16	-	-	-	8,484.16
Less: Adjustment of Non controlling interest due to change in interest in subsidiary	-	-	-	-	(25.53)	-	-	-	(25.53)
Transfer to/ from OCI reserve	-	-	-	-	30.54	-	-	(30.54)	-

# Statement of Changes In Equity

for the year ended on 31-March-2023

Particulars	Equity Share capital	Reserves & Surplus						Other Comprehensive Income	Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Retained earnings	Money received against Share Warrants	Revaluation Surplus	Equity Instruments through OCI	
Depreciation on revaluation part of fixed assets	-	-	-	-	-	-	(0.39)	-	(0.39)
Net gain on fair value of equity shares	-	-	-	-	-	-	-	73.86	73.86
Remeasurement of defined benefit plan	-	-	-	-	-	-	-	30.54	30.54
Dividend paid	-	-	-	-	(653.18)	-	-	-	(653.18)
Adjustment entry	-	-	-	-	293.18	-	-	-	293.18
<b>Balance at the end of the reporting period i.e 31<sup>st</sup> March 2022</b>	<b>2,415.00</b>	<b>692.50</b>	<b>7,837.50</b>	<b>13,584.05</b>	<b>11,903.52</b>	<b>-</b>	<b>46.67</b>	<b>185.91</b>	<b>34,250.15</b>

(Rs.in Lakhs)

**(Refer notes 13 and 14)**
**NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS**
**As per our report of even date attached**

 For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN:23082938BGUISM2529**
**Place : Bathinda**
**Dated: 29<sup>th</sup> May, 2023**
**For and on behalf of the Board**
**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

MRN : F9091

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**GULAB SINGH**

CFO

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 1: ACCOUNTING POLICIES

### I. Corporate Information

BCL Industries Limited ("the Company") is a listed entity incorporated in India incorporated on 3<sup>rd</sup> February 1976. The operation of the Company spans all aspects of real estate development, Oil and Refinery, and Distillery. The address of its registered office and principal place of business is "HAZI RATTAN LINK ROAD, POST BOX NO. 71, BHATINDA (PB) - 151001".

The Consolidated Financial Statements comprise financial statements of "BCL Industries Ltd." ("the Group" or The Company") and its subsidiary (collectively referred to as "the Group") for the year ended 31<sup>st</sup> March 2023.

### II. Significant accounting policies

#### A. Basis of Preparation & Presentation

##### A.1. Statement of Compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

These financial statements for the year ended 31-03-2023 were authorized for issue by the Board of Directors on 29<sup>th</sup> May 2023.

##### A.2. Basis of Measurement

The consolidated financial statements have been prepared on a historical cost basis except for certain Financial Assets/Liabilities measured at fair value. The methods used to measure fair values are discussed further in notes to Consolidated Financial Statements.

##### A.3. Functional and Presentation Currency

These Consolidated Financial Statements are presented in Indian Rupees (Rs.), which is the Group's functional currency. All financial information presented in Indian Rupees has been rounded to the nearest lakhs (up to two decimals), except when otherwise indicated.

##### A.4. Principles of Consolidation

The Consolidated financial statements relate to BCL Industries Limited ("the Company") and its subsidiary. The consolidated financial statements have been prepared on the following basis:

- (a) The Consolidated financial statements of the group and its subsidiary are combined on a line-by-line basis by adding together like items of assets, liabilities, equity, income, expenses and cash flows, after fully eliminating intra group balances and intra-group transactions.
- (b) Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full.
- (c) Offset (eliminate) the carrying amount of the parent's investment in the subsidiary and the parent's portion of equity of each subsidiary.
- (d) The difference between the proceeds from the disposal of investment in subsidiary and the carrying amount of its assets less liabilities as on the date of disposals recognized in the Consolidated Statement of Profit and loss being the profit or loss on disposal of investment in subsidiary.
- (e) Non-Controlling Interest's share of profit/loss of consolidated subsidiary for the year is identified and adjusted against the

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

income of the group in order to arrive at the net income attributable to shareholders of the Group.

- (f) Non-Controlling Interest's share of net assets of consolidated subsidiary is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- (g) The Consolidated Financials Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

## A.5. Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in a normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Current assets include the current portion of non-current assets.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in a normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

Current liabilities include the current portion of non-current liabilities.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

### Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Group has identified twelve months as its operating cycle.

### Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for Financial Assets and Liabilities.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- **Level 1:** Quoted prices (unadjusted) in active markets for identical Assets or Liabilities.
- **Level 2:** Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- **Level 3:** Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfer between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

- B. Recent Accounting Pronouncements:** Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below.

**Ind AS 1 - Presentation of Financial Statements -** This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Group has evaluated the amendment and it does not have any impact on Consolidated Financial Statements.

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors -** This amendment has introduced a definition of 'accounting estimates' and included amendments to IndAS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Group has evaluated the amendment and there is no impact on its Consolidated Financial Statements.

**Ind AS 12 - Income Taxes -** This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Group's has evaluated the amendment and there is no impact on its Consolidated Financial Statement.

## C. Summary of Significant Accounting Policies

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the Consolidated financial statements.

### C.1. Property, plant, and equipment

#### C.1.1 Initial Recognition and Measurement

Items of property, plant, and equipment are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

The cost of an item of property, plant, and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the items to its working condition for its intended use and estimated cost of dismantling and removing the item and restoring the site on which it is located.

The cost of self-constructed property, plant, and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant, and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant, and equipment.

Any gain or loss on disposal of an item of property, plant, and equipment is recognized in profit or loss.



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.1.2 Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of property, plant, and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant, and equipment are recognized in profit or loss as incurred.

## C.1.3 Decommissioning costs

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

## C.1.4 De-recognition

Property, plant, and equipment are derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of property, plant, and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant, and equipment, and are recognized in the statement of profit and loss.

## C.1.5 Capital work-in-progress

Capital Work-In-Progress represents expenditure incurred in respect of the Property are carried at cost. Cost includes related acquisition expenses, development/ construction costs, borrowing costs, and other direct expenditures

## C.2. Depreciation

Depreciation is charged in statement of profit and loss on a written down value method except in the case of plant and machinery on which depreciation has been provided on a straight-line basis based on a technical evaluation and management assessment. Useful Life as per management estimate is given below:

Asset Category	Useful Life (In Years)
Factory Building	30
Office Building	60
Plant and Machinery	15-25
Computers and data processing units Desktops, laptops and other devices	6
Furniture and Fixtures	10
Office Equipment	10
Vehicles	8
Gas Cylinders	30
Cycle & Rickshaw	10

Depreciation on additions to/deductions from property, plant & equipment during the year is charged on a pro-rata basis from/up to the date in which the asset is available for use/disposed of.

Depreciation method, useful lives, and residual values are reviewed at each financial year-end and adjusted if appropriate, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

The residual values, useful lives, and method of depreciation are reviewed at the end of each financial year.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.3. Leases

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset if it involves the use of an identified asset and the group has substantially all of the economic benefits from the use of the asset and has the right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment Losses, if any, and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the Straight-Line method from the commencement date over the shorter lease term or useful life of a right-of-use asset. The group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease.

## C.4. Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable Taxes, Trade Discount, and Rebates less Accumulated Amortization/Depletion and Impairment Losses if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts, and adjustments arising from exchange rate variations attributable to the Intangible Assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. Other Indirect Expenses incurred in relating to a project, net of income earned during the project development stage prior to its intended use, are considered as Pre-Operative Expenses and disclosed under Intangible Assets Under Development. Gains or Losses arising from the derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized. The Group's intangible assets comprise assets with finite useful life which are amortized over the period of their expected useful life.

## C.5. Investment properties

### C.5.1 Recognition and initial measurement

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition, including transaction costs. The cost comprises purchase price, borrowing cost if capitalization criteria are met, and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price when significant parts of investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful life.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to Group. All other repair and maintenance costs are recognized in the statement of profit and loss as incurred.

### C.5.2 Subsequent measurement (depreciation and useful lives)

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses if any. Depreciation on investment properties is provided on the written down value method based on a technical evaluation and management assessment. Useful Life as per management Estimate is given below:

Asset Category	Useful Life (In Years)
Buildings	60

The residual values, useful lives, and method of depreciation are reviewed at the end of the financial year.

The group Measures investment property using cost-based measurement.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.5.3 De-recognition

Investment properties are de-recognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of assets is recognized in profit and loss in the period of de-recognition.

## C.6. Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowings of funds. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets that take a substantial period of time to get ready for their intended use or sale.

When the group borrows funds specially for the purpose of obtaining a qualifying asset, the borrowing cost incurred are capitalised. When the group borrow fund generally and use them for the purpose of obtaining a qualifying asset, the capitalisation of the borrowing cost is computed based on weighted average cost of general borrowing that is outstanding during the period and used for the acquisition or construction of the qualifying asset.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Income earned on the temporary investment of the borrowings pending their expenditure on the qualifying assets will be deducted from the borrowing costs eligible for capitalization in case such a situation arises.

Other borrowing costs are recognized as an expense in the year in which they are incurred

## C.7. Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. 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. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU"). To determine the impairment of a corporate asset, the recoverable amount is determined for the CGUs to which the corporate assets belong.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

## C.8. Inventories

Inventories are valued at the lower of Cost or Net Realisable Value after providing for obsolescence and other Losses wherever considered necessary. Cost of inventories comprises of cost of purchase, cost of conversion, and other costs incurred in bringing the inventories to their present location and condition. The cost of purchase consists of the purchase price including duties and taxes other than those subsequently recoverable by the enterprise from the taxing authorities, freight inwards, and other expenditures directly attributable for its acquisition.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

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

The methods of determining cost of various categories of Inventories are as under:

Nature of inventories	Method of valuation
Raw Materials	Weighted Average Basis
Work-In-Progress	Cost of Input plus Overheads up to the stage of completion
Finished Goods	Cost of Input plus appropriate overheads

Appropriate adjustments are made to the carrying value of damaged, slow-moving, and obsolete inventories based on management's current best estimate

## C.9. Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Group. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of a judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

## C.10. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

## C.11. Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange prevailing at the reporting date (i.e. at the closing rate). Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss in the year in which it arises except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Non-monetary items measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or Statement of Profit and Loss are also recognized in OCI or Statement of Profit and Loss, respectively).

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.12. Revenue

Revenue from Contracts with customers is recognized when control of the goods or services is transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The group is generally the principal as it typically controls the goods or services before transferring them to the customer.

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

Revenue from Rendering of Services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the Reporting period.

Revenue from operations includes sale of goods & services net of GST.

## C.13. Other Income

Interest Income is recognized, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

All other items of income are accounted on accrual basis.

## C.14. Employee Benefits

### C.14.1 Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expenses as the relative service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

### C.14.2 Post-Employment benefits

Employee benefit that are payable after the completion of employment are Post-Employment Benefit (other than termination benefit). These are of two type:

#### A) Defined contribution plans

A defined-contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in profit or loss in the period during which services are rendered by employees.

The group pays a fixed contribution to government-administered provident fund scheme, ESI Scheme and Labour Welfare Fund scheme at predetermined rates. The contributions to the fund for the year are recognized as expenses and are charged to the profit or loss.

#### B) Defined benefit plans

A Defined Benefit Plan is a post-employment benefit plan other than a defined contribution plan. The Group's liability towards gratuity is in the nature of defined benefit plans.

The group's net obligation in respect of defined benefit plan is calculated separately by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs are deducted. The discount rate is based on the prevailing

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

market yields of Indian government securities as at the Reporting date that have maturity dates approximating the terms of the group's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the group, the recognized asset is limited to the total of any unrecognized past service costs. Any actuarial gains or Losses are recognized in other comprehensive income in the period in which they arise.

## C.15. Income tax

Income tax expense comprises current and deferred tax. Current tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in other comprehensive income, in which case it is recognized in OCI.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax losses 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 liabilities and assets are reviewed at the end of each reporting period.

## C.16 Asset Classified as Held for Sale

Non-Current Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable.

A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in their present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification.

Non-current assets held for sale are neither depreciated nor amortized. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of sale and are presented separately in the Balance Sheet.

## C.17 Earnings per share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

## C.18 Operating segment

In accordance with Ind-As 108, the operating segments used to present segment information are identified on the basis of internal reports used by the Group's Management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Group's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The indicators used for internal reporting purposes may evolve in connection with performance assessment measures put in place by group from time to time.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.19. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### C.19.1 Financial assets

Initial recognition and measurement

All Financial Assets and Liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets and Financial Liabilities, which are not at fair value through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting.

#### Subsequent measurement

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortized cost using the EIR method. This category generally applies to trade and other receivables.

Equity investments

All equity investments in entities are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

De-recognition

A financial asset is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  - (a) the Group has transferred substantially all the risks and rewards of the asset, or
  - (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Impairment of financial assets

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

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## C.19.2. Financial liabilities

### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, it is recognised net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, borrowings, and derivative financial instruments.

### Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### Financial liabilities at amortized cost:

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. This category generally applies to borrowings, trade payables, and other contractual liabilities.

### De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or canceled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

## C.19.3 Offsetting

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency, or bankruptcy of the Group or the counterparty.

## D. Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates, and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses, and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as under:

### D.1 Useful life of property, plant, and equipment/ Intangible Assets

The estimated useful life of property, plant and equipment/ Intangible Assets is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The Group reviews at the end of each reporting date the useful life of property, plant, and equipment/ Intangible Assets and are adjusted prospectively, if appropriate.



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## D.2 Recoverable amount of property, plant, and equipment

The recoverable amount of plant and equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

## D.3 Employee benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases, and the inflation rate. The Group considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

## D.4 Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The groups uses judgment in assessing whether a contract (or part of a contract) includes a lease, the lease term (including anticipated renewals), the applicable discount rate, variable lease payments whether are in-substance fixed. The judgment involves assessment of whether the asset included in the contract is a fully or partly identified asset based on the facts and circumstances, whether the contract includes a lease and nonlease component and if so, separation thereof for the purpose of recognition and measurement, determination of lease term basis, inter alia the non-cancellable period of the lease and whether the lessee intends to opt for continuing with the use of the asset upon the expiry thereof, and whether the lease payments are fixed and variable or a combination of both.

## D.4 Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential Loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

## D.5 Recoverability of Trade Receivables

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

## D.6 Fair Value Measurement

For estimates relating to the fair value of financial instruments Refer Note 35.3 of Financial Statements

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment

Particulars	Land	Building	Factory Road	Plant & machinery	Furniture and fixtures	vehicles	Office Equipment	Gas Cylinder	Computer	Cycle and rickshaws	Total property, plant and equipment	Capital work in progress
<b>Gross carrying value</b>												(Rs.in Lakhs)
<b>As at April 1, 2021</b>	<b>1,441.29</b>	<b>2,220.61</b>	-	<b>18,976.16</b>	<b>107.24</b>	<b>1,943.00</b>	<b>82.61</b>	<b>7.26</b>	<b>86.06</b>	<b>0.19</b>	<b>24,864.41</b>	<b>2,869.60</b>
Additions	111.28	-	-	1,250.11	8.16	216.70	14.83	-	16.75	-	1,617.83	13,466.76
Disposals	15.79	-	-	-	-	3.50	-	-	5.72	-	25.01	-
Adjustments	72.89	-	-	-	-	-	-	-	-	-	72.89	293.18
<b>As at March 31, 2022</b>	<b>1,463.89</b>	<b>2,220.61</b>	-	<b>20,226.27</b>	<b>115.40</b>	<b>2,156.20</b>	<b>97.45</b>	<b>7.26</b>	<b>97.09</b>	<b>0.19</b>	<b>26,384.34</b>	<b>16,629.54</b>
<b>As at April 1, 2022</b>	<b>1,463.89</b>	<b>2,220.61</b>	-	<b>20,226.27</b>	<b>115.40</b>	<b>2,156.20</b>	<b>97.45</b>	<b>7.26</b>	<b>97.09</b>	<b>0.19</b>	<b>26,384.34</b>	<b>16,629.54</b>
Additions/purchase	706.85	2,636.94	1,101.15	15,980.69	79.87	448.30	23.46	-	40.48	-	21,017.74	19,614.05
Disposals/sale	-	-	-	(16.13)	-	(10.37)	-	-	-	-	(26.51)	-
Adjustments	-	-	-	-	-	-	-	-	-	-	-	(15,008.09)
<b>As at March 31, 2023</b>	<b>2,170.74</b>	<b>4,857.54</b>	<b>1,101.15</b>	<b>36,190.83</b>	<b>195.27</b>	<b>2,594.13</b>	<b>120.91</b>	<b>7.26</b>	<b>137.57</b>	<b>0.19</b>	<b>47,375.57</b>	<b>21,235.50</b>
<b>Depreciation</b>												
<b>As at April 1, 2021</b>	-	<b>1,285.74</b>	-	<b>9,591.25</b>	<b>93.13</b>	<b>892.50</b>	<b>70.05</b>	<b>7.26</b>	<b>69.45</b>	<b>0.12</b>	<b>12,009.50</b>	-
Charge for the year	-	82.90	-	991.49	3.69	332.29	4.49	-	8.00	0.02	1,422.88	-
Adjustments	-	-	-	-	-	-	-	-	-	-	-	-
deduction	-	-	-	-	-	3.50	-	-	5.72	-	9.22	-
<b>As at March 31, 2022</b>	-	<b>1,368.64</b>	-	<b>10,582.73</b>	<b>96.82</b>	<b>1,221.29</b>	<b>74.54</b>	<b>7.26</b>	<b>71.73</b>	<b>0.14</b>	<b>13,423.16</b>	-
<b>As at April 1, 2022</b>	-	<b>1,368.64</b>	-	<b>10,582.73</b>	<b>96.82</b>	<b>1,221.29</b>	<b>74.54</b>	<b>7.26</b>	<b>71.73</b>	<b>0.14</b>	<b>13,423.16</b>	-
Charge for the year	-	212.77	208.32	1,586.97	14.33	317.22	8.60	-	17.09	0.01	2,365.30	-
Adjustments / revaluation	-	0.32	-	-	-	-	-	-	-	-	0.32	-
deduction	-	-	-	-	-	9.86	-	-	-	-	9.86	-
<b>As at March 31, 2023</b>	-	<b>1,581.72</b>	<b>208.32</b>	<b>12,169.70</b>	<b>111.15</b>	<b>1,528.65</b>	<b>83.14</b>	<b>7.26</b>	<b>88.82</b>	<b>0.15</b>	<b>15,778.92</b>	-
<b>Net carrying value</b>												
<b>As at March 31, 2022</b>	<b>1,463.89</b>	<b>851.97</b>	-	<b>9,643.54</b>	<b>18.58</b>	<b>934.91</b>	<b>22.91</b>	-	<b>25.36</b>	<b>0.05</b>	<b>12,961.18</b>	<b>16,629.54</b>
<b>As at March 31, 2023</b>	<b>2,170.74</b>	<b>3,275.82</b>	<b>892.83</b>	<b>24,021.13</b>	<b>84.13</b>	<b>1,065.48</b>	<b>37.77</b>	-	<b>48.75</b>	<b>0.04</b>	<b>31,596.66</b>	<b>21,235.50</b>

(a) No company in the group has revalued any of its property plant and equipments during the year.

(b) For details of the properties hypothecated with banks, refer note 15

(c) Title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment (Contd..)

### 2 Capital Work in progress

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2022
i) Capital Work in Progress	21,235.50	16,629.54

#### ii) Ageing of Capital Work in Progress

(Rs.in Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Balance as at 31<sup>st</sup> March 2023</b>					
Projects in progress	18,358.04	2,877.46	-	-	21,235.50
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>18,358.04</b>	<b>2,877.46</b>	<b>-</b>	<b>-</b>	<b>21,235.50</b>

(Rs.in Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Balance as at 31<sup>st</sup> March 2022</b>					
Projects in progress	13,466.76	1,262.66	1,157.59	742.53	16,629.54
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>13,466.76</b>	<b>1,262.66</b>	<b>1,157.59</b>	<b>742.53</b>	<b>16,629.54</b>

Particulars	Amount
Projects which have exceeded their original timeline as on 31 <sup>st</sup> March, 2023	20,101.38

(Rs.in Lakhs)

	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Under Progress	-	-	-	-	-
New Ethanol plant 200KLPD*	20,101.38	-	-	-	20,101.38
Temporarily Suspended	-	-	-	-	-
Others	-	-	-	-	-
<b>Total</b>	<b>20,101.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>20,101.38</b>

\*The abovementioned project has been completed on 20<sup>th</sup> April, 2023.

There were no material projects which have exceeded their original plan cost or their expected timeline as at 31<sup>st</sup> March, 2022

#### iv) During the year 22-23 Rs 15,008.09 lakhs of Capital work in progress has been capitalised.

#### v) Borrowing cost capitalised-

During the financial year 22-23- Rs.866.09 lakhs

During the financial year 21-22- Rs.824.64 lakhs

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment (Contd..)

### 2 Intangible assets and Intangible assets under development

(Rs.in Lakhs)

Particulars	Intangible assets- (Computer Software)	Intangible assets under development- (Computer Software WIP)	Total
<b>Gross carrying value</b>			
<b>As at April 1, 2021</b>	<b>13.24</b>	<b>0.00</b>	<b>13.24</b>
Additions	0.79	10.13	10.92
Disposals	0.00	0.00	0.00
<b>As at March 31, 2022</b>	<b>14.03</b>	<b>10.13</b>	<b>24.16</b>
<b>As at April 1, 2022</b>	<b>14.03</b>	<b>10.13</b>	<b>24.16</b>
Additions	37.88	30.72	68.60
Disposals	-	(26.85)	(26.85)
<b>As at March 31, 2023</b>	<b>51.91</b>	<b>14.00</b>	<b>65.91</b>
<b>Amortisation</b>			
<b>As at April 1, 2021</b>	<b>1.90</b>	<b>0.00</b>	<b>1.90</b>
Charge for the year	4.45	0.00	4.45
Adjustments	0.00	0.00	0.00
<b>As at March 31, 2022</b>	<b>6.35</b>	<b>0.00</b>	<b>6.35</b>
<b>As at April 1, 2022</b>	<b>6.35</b>	<b>0.00</b>	<b>6.35</b>
Charge for the year	3.94	0.00	3.94
Adjustments	0.00	0.00	0.00
<b>As at March 31, 2023</b>	<b>10.28</b>	<b>0.00</b>	<b>10.28</b>
<b>Net carrying value</b>			
<b>As at March 31, 2022</b>	<b>7.68</b>	<b>10.13</b>	<b>17.81</b>
<b>As at March 31, 2023</b>	<b>41.63</b>	<b>14.00</b>	<b>55.63</b>

#### i) Ageing of Intangible Assets under development

(Rs.in Lakhs)

Particulars	Ageing as at 31-03-23				
	Amount in Intangible assets under development for a period of -				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	14.00	-	-	-	14.00
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>14.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>14.00</b>

(Rs.in Lakhs)

Particulars	Ageing as at 31-03-22				
	Amount in Intangible assets under development for a period of -				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	10.13	-	-	-	10.13
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>10.13</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>10.13</b>

\*The company has not revalued any of its intangible assets during the year

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 2 Property, plant and equipment (Contd..)

### 2 Investment properties

(Rs.in Lakhs)

Particulars	Building (Gurgaon, Bathinda and Kolkata)	Land (Gurgaon)	Total
<b>Gross carrying value</b>			
As at April 1, 2021	83.07	0.00	83.07
Additions	2284.61	72.89	2357.50
Disposals	0.00	0.00	0.00
<b>As at March 31, 2022</b>	<b>2367.68</b>	<b>72.89</b>	<b>2440.57</b>
<b>As at April 1, 2022</b>	<b>2367.68</b>	<b>72.89</b>	<b>2440.57</b>
Additions	0.00	0.00	0.00
Disposals	0.00	0.00	0.00
<b>As at March 31, 2023</b>	<b>2367.68</b>	<b>72.89</b>	<b>2440.57</b>
<b>Depreciation</b>			
As at April 1, 2021	42.50	0.00	42.50
Charge for the year	32.38	0.00	32.38
Adjustments	0.00	0.00	0.00
<b>As at March 31, 2022</b>	<b>74.87</b>	<b>0.00</b>	<b>74.87</b>
<b>As at April 1, 2022</b>	<b>74.87</b>	<b>0.00</b>	<b>74.87</b>
Charge for the year	125.63	0.00	125.63
Adjustments	0.00	0.00	0.00
As at March 31, 2023	200.50	0.00	200.50
<b>Net carrying value</b>			
<b>As at March 31, 2022</b>	<b>2292.80</b>	<b>72.89</b>	<b>2365.69</b>
<b>As at March 31, 2023</b>	<b>2167.17</b>	<b>72.89</b>	<b>2240.06</b>

- For details of the investment properties hypothecated with banks, refer Note 15
- The rental income from the investment property is Rs. 603.14 lakhs for the financial year 2022-23 and Rs. 558.89 lakhs for the financial year 2021-22.
- The direct operating expenses attributable to investment properties that are not generating any rental income is Rs. 1.85 lakhs for 22-23 and nil for 21-22

### NOTE 3: NON CURRENT INVESTMENTS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Units	Amount	Units	Amount
<b>Investments measured at fair value through other comprehensive income (FVTOCI)*</b>				
<b>Fully paid equity shares (unquoted)</b>				
Sheesh Mahal Developers Pvt. Ltd., Bathinda	8,50,100	214.12	8,50,100	208.27
Pioneer Industries Ltd., Pathankot*	20,00,000	471.13	10,00,000	294.00
* The number of shares has increased due to bonus issue by the company in the ratio of 1:1 during the year.				
<b>Total</b>		<b>685.25</b>		<b>502.27</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 3: NON CURRENT INVESTMENTS (Contd..)

Notes\*:

Carrying value of unquoted investments are as below:

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Investments measured at fair value through other comprehensive income (FVTOCI)</b>		
<b>Aggregate carrying value of unquoted investments</b>	<b>685.25</b>	<b>502.27</b>

## NOTE 4: OTHER NON-CURRENT FINANCIAL ASSETS

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Security Deposits	16.83	-
Fixed Deposit with Bank (With more than 12 months maturity)	41.62	-
	<b>58.45</b>	<b>-</b>

## NOTE 5: OTHER NON-CURRENT ASSETS

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Security Deposits (Unsecured, considered good) <i>(Includes deposited with various govt. authorities)</i>	244.46	229.76
Capital Advances	1,849.96	4,608.92
Prepaid Expenses	48.87	
<b>Total</b>	<b>2,143.29</b>	<b>4,838.67</b>

## NOTE 6: INVENTORIES

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Raw Material at Factory (Oil unit)	4,715.50	4,388.78
Raw Material at Factory (Distillery unit)	790.98	1,911.75
Raw Material at Factory (Distillery unit at Kharagpur)	326.89	153.01
Raw Material at Port	2,744.54	5.49
Finished Inventory:		
- At Factory (Oil unit)	10,210.19	5,659.86
- At Factory (Distillery unit)	2,260.62	863.92
- At Factory (Distillery Unit at Kharagpur)	1,891.76	
- At Project D.D.Mittal Tower (Real Estate units)	255.90	309.69
- At Ganpati Estate (Real Estate units)	246.95	591.88
- Commercial units at Zirakpur (Real Estate units)	44.50	44.50
	<b>14,909.92</b>	<b>7,469.84</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 6: INVENTORIES

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Stock in Process		
- At Factory (Oil unit)	2,853.64	3,000.53
- At Factory (Distillery unit)	277.59	174.51
- At Factory (Distillery Unit at Kharagpur)	369.69	
- At Project D.D.Mittal Tower (Real Estate units)	941.08	941.08
- At Ganpati Estate (Real Estate units)	-	
	<b>4,442.00</b>	<b>4,116.13</b>
Consumables, Spares and Packing Material	4,120.79	1,519.12
<b>TOTAL</b>	<b>32,050.62</b>	<b>19,564.10</b>

i) Refer note 19 for inventories pledged as security.

 ii) No inventories are lying with third parties as on 31<sup>st</sup> March, 2023 and as on 31<sup>st</sup> March, 2022.

## NOTE 7: CURRENT INVESTMENTS

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Investments measured at fair value through Profit and Loss (FVTPL)</b>		
In Gold Jewellery (Refer Note no. 35.3)	9.63	9.04
<b>TOTAL</b>	<b>9.63</b>	<b>9.04</b>

## NOTE 8: TRADE RECEIVABLES

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Secured and considered good	27.42	49.48
Unsecured and considered good	9,280.63	10,112.36
Unsecured and considered doubtful	49.44	49.79
Less: allowances for expected credit loss (Refer Note-39 and 19)	(42.89)	(44.30)
<b>TOTAL</b>	<b>9,314.60</b>	<b>10,167.32</b>

## NOTE 9: CASH AND CASH EQUIVALENT

Particulars	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Bank Balances:</b>		
In Current Accounts	56.69	1,750.37
<b>Other Bank Balances:</b>		
Deposits with original maturity of three months or less	0.68	1.66
<b>Sub-total</b>	<b>57.37</b>	<b>1,752.03</b>
<b>Cash in hand</b>	<b>117.96</b>	<b>46.84</b>
<b>Total cash and cash equivalent</b>	<b>175.33</b>	<b>1,798.88</b>

(For details of unutilised limit of cash credit loan- Refer Note 43 )

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 10: Other Balance With Banks

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Fixed deposits with banks*	536.80	261.93
Earmarked balance with bank**	46.70	46.45
<b>TOTAL</b>	<b>583.50</b>	<b>308.37</b>

\*It reflects Balances with banks to the extent held as margin money or security against the guarantees, other commitment.

\*\*Earmarked Balances pertains to unclaimed dividend

## NOTE 11: OTHER FINANCIAL ASSET - CURRENT

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Security Deposits	63.85	19.20
Interest Receivable	1.88	0.41
Cheque in Reconciliation	280.71	-
Other Advances	16.46	-
<b>TOTAL</b>	<b>362.90</b>	<b>19.61</b>

## NOTE 12: OTHER CURRENT ASSETS

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Prepaid Expenses	587.67	299.00
CSR Paid in Advance	91.51	-
MEIS Licences in Hand	-	3.94
Balance with Government Authorities	5,425.88	2,815.04
Advance to Suppliers for Goods and Services	634.25	2,388.92
Other Advances	2,301.58	1,061.61
<b>TOTAL</b>	<b>9,040.89</b>	<b>6,568.52</b>

## NOTE 13: SHARE CAPITAL

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Authorized Share Capital</b>		
3,50,00,000 equity shares of Rs.10 each: March 31, 2023	3,500.00	2,500.00
2,50,00,000 equity shares of Rs.10 each: March 31, 2022		
<b>TOTAL</b>	<b>3,500.00</b>	<b>2,500.00</b>
<b>Issued, Subscribed and Fully Paid Up Capital</b>		
2,41,50,000 equity shares of Rs.10 each: March 31, 2023	2,415.00	2,415.00
2,41,50,000 equity shares of Rs.10 each: March 31, 2022		
<b>TOTAL</b>	<b>2,415.00</b>	<b>2,415.00</b>



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 13: SHARE CAPITAL (Contd..)

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

(Rs.in Lakhs)

Particulars	As At	As At
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Equity Shares outstanding at the beginning of the year	241.50	241.50
Add: Equity Shares issued during the year	-	-
Equity Shares outstanding at the end of the year	241.50	241.50

### 13.2 Rights Attached to Equity Shares

The Company has only one class of equity share having par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of the equity shares will be entitled to receive assets of the company remaining after settlement of all liabilities. The distribution will be in proportion of the number of equity shares held by the shareholders.

### 13.3 The details of Shareholders holding more than 5% :

(Rs.in Lakhs)

Name of Shareholder	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	No. of Shares	% of Shares	No. of Shares	% of Shares
Rajinder Mittal	40,68,040	16.85	32,80,500	13.58
Sunita Mittal	46,47,297	19.24	46,47,297	19.24
Rajinder Mittal & Sons HUF	14,41,140	5.97	14,41,140	5.97
Kushal Mittal	42,06,970	17.43	34,44,370	14.26
Rollon Investment Pvt. Ltd.	-	-	23,60,811	9.78

**13.4** As per records of the Company, including its register of shareholders/ members, the above shareholding represents legal and beneficial ownerships of shares.

**13.5** The company has not issued any shares allotted as fully paid up pursuant to contract without payment being received in cash during the 5 years preceding March 31, 2023 and March 31, 2022.

**13.6** The company has not issued any bonus shares during the 5 years preceding March 31, 2023 and March 31, 2022

**13.7** The company has not done any buy back of shares during the 5 years preceding March 31, 2023 and March 31, 2022

### 13.8 The details of the shareholding of the promoters as at March 31, 2023

(Rs.in Lakhs)

Name of the Shareholder	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022		% change during the year
	% of Shares	No. of Shares	% of Shares	No. of Shares	
Rajinder Mittal	16.85	40,68,040	13.58	32,80,500	3.27
Sunita Mittal	19.24	46,47,297	19.24	46,47,297	(0.00)
Kushal Mittal	17.43	42,06,970	14.26	34,44,370	3.17
Shweta Jhunjunwala	0.41	1,00,000	3.57	8,62,600	(3.16)
Garima Mittal	0.41	1,00,000	4.50	10,87,540	(4.09)
Rajinder Mittal & sons HUF	5.97	14,41,140	5.97	14,41,140	0.00
Manoj Mittal & sons HUF	0.11	27,000	0.11	27,000	0.00
Vithal Mittal	0.08	18,500	0.08	18,500	0.00
Radhika Mittal	0.04	9,000	0.04	9,000	0.00

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 13: SHARE CAPITAL (Contd..)

(Rs.in Lakhs)

Name of the Shareholder	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022		% change during the year
	% of Shares	No. of Shares	% of Shares	No. of Shares	
Rachna Mittal	-	880	0.00	880	0.00
Shreiya Aggarwal	0.41	1,00,000	-	-	0.41
Swati Mittal	0.41	1,00,000	-	-	0.41
<b>Total</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>0.00</b>

### 13.9 The details of the shareholding of the promoters as at March 31, 2022

(Rs.in Lakhs)

Name of the Shareholder	As At 31 <sup>st</sup> March, 2022		As At 31 <sup>st</sup> March, 2021		% change during the year
	% of Shares	No. of Shares	% of Shares	No. of Shares	
Rajinder Mittal	13.58	32,80,500	13.58	32,80,500	-
Sunita Mittal	19.24	46,47,297	19.24	46,47,297	-
Kushal Mittal	14.26	34,44,370	13.13	31,71,850	1.13
Shweta Jhunjunwala	3.57	8,62,600	3.96	9,55,460	(0.39)
Ved Kumari Mittal	-	-	0.69	1,67,160	(0.69)
Garima Mittal	4.50	10,87,540	4.50	10,87,540	-
Rajinder Mittal & sons HUF	5.97	14,41,140	5.97	14,41,140	-
Manoj Mittal & sons HUF	0.11	27,000	0.11	27,000	-
Vithal Mittal	0.08	18,500	0.08	18,500	-
Meenu Aggarwal	-	-	0.05	12,500	(0.05)
Radhika Mittal	0.04	9,000	0.04	9,000	-
Rachna Mittal	0.00	880	-	880	-
<b>Total</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>61.36</b>	<b>1,48,18,827</b>	<b>0.00</b>

## NOTE 14: OTHER EQUITY

(Rs.in Lakhs)

	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
<b>Securities Premium Reserve</b>				
As per last balance sheet	7,837.50		7,837.50	
Add: On issue of shares	-		-	
		7,837.50		7,837.50
<b>Revaluation Reserve</b>				
As per last balance sheet	46.67	-	47.06	
Less: Transferred to profit & loss a/c	(0.32)		(0.39)	
(Being difference of depreciation on revalued Cost of assets and that on the original cost)		46.35		46.67
<b>General Reserve</b>				
As per last balance sheet	13,584.05		13,584.05	
Add/ (Less): Transferred from profit & Loss a/c.			-	
	13,584.05		13,584.05	
		13,584.05		13,584.05

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 14: OTHER EQUITY (Contd..)

(Rs.in Lakhs)

	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
<b>Capital Reserve</b>				
As per last balance sheet	692.50		692.50	
		692.50		692.50
<b>Surplus</b>				
As per last balance sheet	11,903.52		3,778.79	
Add : Transfer from revaluation reserve	0.32		-	
Add: Profit for the year	6,628.78		8,484.16	
Less: Adjustment of NCI due to change in interest in subsidiary	-		(25.53)	
Add: Remeasurement of defined benefit plan	-		30.54	
Add: Prior period adjustment	-		293.18	
	18,532.62		12,561.14	
Share Warrant Issue Expenses	(13.50)			
Less: prior period items	-		(4.44)	
Dividend paid on equity shares	(279.94)		(653.18)	
		18,239.18		11,903.52
<b>Issue of Share Warrants</b>				
Preferential Convertible Warrant (25% Subscription Money Received)*		4,919.70		
<b>Other Comprehensive Income</b>				
As per last balance sheet	185.91		112.05	
Add: Transferred to surplus			-	
Net gain on fair value of equity shares	136.91		73.86	
Remeasurement of defined benefit plan	(7.42)		30.54	
Less: Transferred to surplus	-	315.40	(30.54)	185.91
<b>TOTAL</b>		<b>45,634.64</b>		<b>34,250.15</b>

\*During the year the Company has issued 54,66,334 Preferential Convertible Warrants of Rs.10/- each at a premium of Rs.350/- per Warrant and received 25% Subscription Money i.e. Rs.4919.70 Lakhs, each carrying a right to subscribe to one Ordinary Share per Warrant, at a price of `360 per Warrant ('Warrant Price')

### Securities Premium

Securities Premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

### Revaluation Reserve

The excess of fair value of property plant and equipment over their carrying amounts have been recognised in the revaluation reserve.

### General Reserve

General Reserve is used to transfer profits from retained earnings for appropriation purposes. The amount is to be utilised in accordance with the provision of the Companies Act, 2013.

### Retained Earnings

Retained Earnings are the profits/(losses) of the Group earned/incurred till date net of appropriations

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## Other Comprehensive Income

This reserve represents the cumulative gains and losses arising on revaluation of equity instruments and defined benefit obligation measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when the equity instruments are disposed of as per IND AS.

### NOTE: 14.1 NON CONTROLLING INTEREST

	(Rs.in Lakhs)	
	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Non controlling interest in share capital in subsidiary	119.26	119.26
Opening non controlling interest in reserve and surplus	1,055.56	200.68
Adjustment of NCI due to change in interest in subsidiary	-	25.53
Share premium during the year	-	836.13
Transferred from profit and loss a/c.	(193.34)	(6.79)
	<b>981.48</b>	<b>1,174.82</b>

### NOTE 15: BORROWINGS

Particulars	(Rs.in Lakhs)			
	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
<b>Term Loans - Secured</b>				
<b>1) From banks</b>				
<b>1. Punjab National Bank, Bathinda</b>				
i) Term Loan secured by Property Plant and Equipment at Distillery Sangat Kalan.	-	693.47	697.86	700.00
Less: Ind AS Adjustment	-	0.83	(1.16)	-
<b>Net Amount</b>	<b>-</b>	<b>692.64</b>	<b>696.70</b>	<b>700.00</b>
<b>Quarterly Installments due</b>	4 installments due		8 installments due	
<b>Interest Rate</b>	7.35%		7.35%	
ii) Secured by hypothecation of vehicle financed by them	74.72	11.01	56.08	7.69
<b>Monthly Installments due</b>	23-82 installments due		35-84 installments due	
<b>Interest Rate</b>	6.85% - 8.35%		6.25% - 7.40%	
iii) Covid loan secured by Property Plant and Equipment at Hazi Ratan Link Road	-	-	-	71.61
<b>Monthly Installments due</b>			1 installment due	
<b>Interest Rate</b>			11.00%	
<b>2. HDFC Bank Limited, Bathinda</b>				
i) Secured by hypothecation of vehicle financed by them	177.47	102.45	277.16	94.63
<b>Monthly Installments due</b>	14-44 installments due		26-56 installments due	
<b>Interest Rate</b>	6.80% - 13.30%		6.80% - 7.60%	

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 15: BORROWINGS (Contd..)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
<b>3. Yes Bank</b>				
i) Secured by mortgage of Investment Property at Lower Ground Floor Mittal Mall	783.85	65.45	-	-
Less : Ind As adjustment	5.89	1.16	-	-
<b>Net amount</b>	<b>777.96</b>	<b>64.29</b>	<b>-</b>	<b>-</b>
<b>Monthly Installments due</b>	110 installments due			
<b>Interest Rate</b>	8.00%			
<b>5. Axis Bank</b>				
i) Secured by hypothecation of commercial Vehicles	132.49	73.87	206.36	70.17
<b>Monthly Installments due</b>	30-32 installments due		42-44 installments due	
<b>Interest Rate</b>	7.60%		7.60%	
<b>6. Canara Bank</b>				
i) Secured by hypothecation of New Ethanol Plant shown under Capital work-in-progress	11,999.99	-	3,182.17	-
Less : Ind As adjustment	161.87	-	(182.14)	-
<b>Net Amount</b>	<b>11,838.12</b>	<b>-</b>	<b>3,000.03</b>	<b>-</b>
<b>Quarterly Installments due</b>	28 installments due		28 installments due	
<b>Interest Rate</b>	8.10%		8.40%	
<b>7. ICICI Bank Limited</b>				
Secured by hypothecation of vehicle financed by them	15.91	3.88	-	0.98
<b>Monthly Installments due</b>	28 Installments due		1 installment due	
<b>Interest Rate</b>	8.20%		8.70%	
<b>8. Kotak Mahindra Bank Limited</b>				
Secured against equitable mortgage of Investment properties situated at DLF Galleria, Unit 517, 5 <sup>th</sup> floor, Kol-156	64.29	5.70	69.10	5.25
<b>Monthly Installments Due</b>	104 installments due		116 installments due	
<b>Interest Rate</b>	8.25%		8.25%	
<b>9. Union Bank of India</b>				
i) Term Loan Secured by Hypothecation of Movable Fixed Assets (P&M, Misc Fixed Assets etc) installed at 200KLPD to produce ENA / Ethanol and 10 MW Integrated power plant at Dakshin Simla, Changual West Bengal and exclusive charge on entire Fixed assets of the Company both present and future.	5,076.93	-	3,500.00	-
Less: IND AS	(49.33)	-	-	-
ii) Term Loan Secured by Hypothecation of Movable Fixed Assets (P&M, Misc Fixed Assets etc) installed for the proposed expansion of 100KLPD Plant at Dakshin Simla, Changual West Bengal and exclusive charge on entire Fixed assets of the Company both present and future.	1,000.00	-	-	-
<b>Net Amount</b>	<b>6,027.60</b>	<b>-</b>	<b>3,500.00</b>	<b>-</b>
<b>Quarterly Installments due</b>	27-28 installments due		27 installments due	
<b>Interest Rate</b>	9.00%		9.00%	

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 15: BORROWINGS (Contd..)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
ii) Secured by hypothecation of vehicle	240.54	30.35	-	-
<b>Monthly installments due</b>	76-82 installments due		NA	
<b>Interest Rate</b>	8.20%- 8.80%			
<b>Sub Total(A)</b>	<b>19,349.10</b>	<b>984.19</b>	<b>7,805.42</b>	<b>950.33</b>
<b>2) From others parties</b>				
<b>1. LIC Housing Finance Ltd., Noida</b>				
i) Secured by hypothecation of investment property at Gurgaon	2,714.13	134.13	1,835.28	102.47
Less: IND AS	3.68	0.79	(27.45)	
<b>Net Amount</b>	<b>2,710.45</b>	<b>133.34</b>	<b>1,807.83</b>	<b>102.47</b>
<b>Monthly Installments due</b>	119-150 installments due		162 installments due	
<b>Interest rate</b>	10%-11%		9.50%	
<b>2. Cholamandalam Investment &amp; Finance Co.Ltd.,Chennai</b>				
i) Secured by hypothecation of vehicle financed by them	0.46	2.55	3.01	2.21
<b>Monthly Installments due</b>	14 installments due		26 installments due	
<b>Interest rate</b>	14.50%		14.50%	
<b>3. HDB FINANCIAL SERVICES LIMITED</b>				
i) Secured by hypothecation of vehicle financed by them	51.53	17.25	-	-
<b>Monthly Installments due</b>	43 installments due			
<b>Interest Rate</b>	8.04%			
<b>4. Tata Motor Finance Ltd., Chandigarh</b>				
i) Secured by hypothecation of commercial Vehicles	71.98	36.28	108.26	33.16
<b>Monthly Installments due</b>	33 installments due		45 installments due	
<b>Interest Rate</b>	9.00%		9.00%	
ii) Secured by hypothecation of commercial Vehicles	63.95	187.89	242.00	196.89
<b>Sub Total (B)</b>	<b>2,898.37</b>	<b>377.31</b>	<b>2,161.10</b>	<b>334.74</b>
<b>Monthly Installments due</b>	33 installments due		45 installments due	
<b>Interest rate</b>	9.00%		9.00%	
<b>3) DEPOSITS</b>				
<b>1) Fixed Deposits from Public</b>				
i) Unsecured deposits from public*	65.70	60.00	128.00	43.75
* Fixed Deposits accepted by the Company are in accordance with the provisions of section 73(2)(a) and section 76 of the Companies Act, 2013 and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014 are unsecured. Fixed Deposits are repayable within 1 to 3 years depending upon the terms of deposits.				
<b>Sub Total (C)</b>	<b>65.70</b>	<b>60.00</b>	<b>128.00</b>	<b>43.75</b>
<b>Interest rate</b>	8.50% - 10.75%		8.50% - 10.75%	

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 15: BORROWINGS (Contd..)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
<b>4) From other parties</b>				
<b>Unsecured Loans</b>				
From others	-	-	3.87	-
From Bodies Corporate	-	270.15	-	-
<b>Ind As Adjustment</b>	-	-	-	-
<b>Sub Total (D)</b>	<b>-</b>	<b>270.15</b>	<b>3.87</b>	<b>-</b>
<b>5) Authorised Preference Share Capital</b>				
4,00,000 Cumulative Redeemable Preference Shares of Rs. 100/- each (CRPS)	400.00		400.00	
Issued Preference Shares Capital-				
3,00,000 Cumulative redeemable Preference Shares of 100/- each (CRPS) Fully Paid up	300.00	-	300.00	
Subordinated liability-preference shares (at amortised cost)	291.54	-		
<b>Sub Total (E)</b>	<b>591.54</b>	<b>-</b>	<b>300.00</b>	<b>-</b>
<b>Interest Rate</b>	11%		11%	
<b>6) 'Unsecured loans are repayable on demand.</b>				
<b>7) Rights, Preferences and restrictions attached to the Preference Shares</b>				
11% CRPS of Rs. 100/- each are redeemable at a premium of Rs 37/- per share, shall be non-participating, shall have priority with respect to payment of dividend or repayment of capital vis-à-vis Equity Shares of the company, shall not participate in surplus fund, shall not participate in surplus assets and Profit on winding up which may remain after the entire capital has been repaid, shall be entitled to dividend on cumulative basis, shall not be converted into Equity Shares and shall have voting rights in accordance with the law.				
On 23 <sup>rd</sup> July 2018, the Preference Shareholders of the company have accorded sanction for variation in the rights of the CRPS to the extent that the period of redemption shall be considered as 13 years from the respective due dates of allotment (previously 3 years) keeping in view the future business plan of the company and to conserve its financial resources due to commercial expediency and owing to the development and expansion plans.				
<b>TOTAL (A+B+C+D+E)</b>	<b>22,904.71</b>	<b>1,691.65</b>	<b>10,398.39</b>	<b>1,328.81</b>

### 15.1 Maturity Profile of Term Loan and preference shares are as set out below:

Particular	Maturity Profile as on 31-3-23		Maturity Profile as on 31-3-22	
	6-15 Years	1-5 Years	6-15 Years	1-5 Years
Term Loans - from Bank	8,753.46	13,559.69	1,798.13	8,296.39
Cumulative Redeemable Preference Shares	591.54	-	300.00	3.87
	<b>9,345.00</b>	<b>13,559.69</b>	<b>2,098.13</b>	<b>8,300.26</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 16: OTHER NON CURRENT FINANCIAL LAIBILITIES

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
Security Liabilities	364.18	-	305.75	-
<b>TOTAL</b>	<b>364.18</b>	<b>-</b>	<b>305.75</b>	<b>-</b>

## NOTE 17: PROVISION

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
	Non Current	Current	Non Current	Current
Provision for Gratuity (unfunded) (Refer note no. 27.1)	266.12	10.86	208.40	18.38
Provision for Leave Encashment (Unfunded)	-	60.49	0.00	30.24
<b>Total</b>	<b>266.12</b>	<b>71.35</b>	<b>208.40</b>	<b>48.62</b>

## NOTE 18: DEFERRED TAX LIABILITIES (NET)

(Rs.in Lakhs)

Particulars	As At 31 <sup>st</sup> March, 2023		As At 31 <sup>st</sup> March, 2022	
As per last balance sheet	1,147.79		1,263.34	
Add: Deferred Tax Liability:-				
- Related to Other Comprehensive Income	46.06		26.37	
- Related to Fixed Assets	345.50		(88.23)	
- Related to IND AS Adjustments	51.66		(1.90)	
	<b>1,591.00</b>		<b>1,199.59</b>	
Less: Deferred Tax Asset:-				
- Related to provision for Employee Benefit Expenses	(8.07)		(51.80)	
- Related to Unabsorbed Depreciation	(656.53)			
- Related to Carry Forward of Unused Tax Loses	(69.01)			
(Refer note 32)		857.40		1,147.79
<b>TOTAL</b>		<b>857.40</b>		<b>1,147.79</b>

## NOTE 19: CURRENT BORROWINGS

(Rs.in Lakhs)

Particular	Rate of Interest	As At	
		31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Secured Loans</b>			
<b>1. Punjab National Bank, Bathinda</b>	<b>7.35%</b>	<b>16,254.59</b>	<b>13,238.08</b>
i) Cash Credit Limit (Secured by hypothecation of all the stock of Raw Material, Stock in Process, Semi Finished Goods, Finished Goods, Consumable Store, Present or Future Book Debts of the Company Wheresoever lying whether present or future at Bathinda and Sangat Kalan Distt. Bathinda)			



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 19: CURRENT BORROWINGS (Contd..)

(Rs.in Lakhs)

Particular	Rate of Interest	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>2. Union Bank Of India</b>			
i) Cash Credit Limit (Secured by hypothecation of paid up stock and book debts and exclusive charge on entire current assets of the company both present and future)	8%	2,908.76	-
<b>Current Maturities of Long term Debt Unsecured Loans</b>		1,691.65	2,411.68
1. HDFC Bank Credit Card		1.08	0.15
<b>TOTAL</b>		<b>20,856.08</b>	<b>15,649.90</b>

## NOTE 20 : TRADE PAYABLE

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Amount due to micro enterprises and medium enterprises (refer note no.-38)	-	97.53
Others (refer note no.-40)	12,386.83	7,772.48
<b>TOTAL</b>	<b>12,386.83</b>	<b>7,870.01</b>

There is no principal amount and interest overdue to Micro and Small Enterprises. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company.

## NOTE 21 : OTHER FINANCIAL LIABILITIES - Current

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Interest accrued but not due	22.61	89.73
Security Deposit	58.51	51.74
Employee Related Liability	221.61	196.35
Unclaimed Dividend	46.61	46.15
Other Payables	155.40	339.30
Capital Creditor	172.83	329.50
Retention Money Payable	53.45	-
<b>TOTAL</b>	<b>731.02</b>	<b>1,052.77</b>

## NOTE 22 : OTHER CURRENT LIABILITIES

(Rs.in Lakhs)

Particular	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Advance from Customers	801.49	266.82
Deferred Revenue - IND AS	90.76	106.94
Statutory Dues Payable	341.76	279.20
<b>TOTAL</b>	<b>1,234.01</b>	<b>652.97</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 23: REVENUE FROM OPERATIONS

	(Rs.in Lakhs)	
Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Sale of Products (including excise duty)	1,79,188.41	1,95,458.47
Sale of Real Estate units	857.31	697.94
Sale of Services	166.21	166.03
<b>Other Operating Revenue:</b>		
Sale of Scrap	275.61	240.94
Miscellaneous Income	1,504.16	2,743.47
<b>TOTAL</b>	<b>1,81,991.70</b>	<b>1,99,306.85</b>

### 23.1 Reconciliation of revenue from contracts with contract price

	(Rs.in Lakhs)	
Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Total revenue from Sale	1,80,211.93	1,96,322.44

### 23.2 Disclosure of disaggregated revenue:

#### i) On the basis of type of product lineup:

	(Rs.in Lakhs)	
Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Edible oil and Vanaspati Ghee	1,07,794.86	1,44,956.02
Distillery Products (Ethanol, ENA and Alcohol)	71,393.55	50,502.45
Real Estate (units and related services)	1,023.52	863.97
Others Operative Revenue	1,779.77	2,984.41
<b>Total</b>	<b>1,81,991.70</b>	<b>1,99,306.85</b>

(Refer Note No. 8 & 22)

## NOTE 24: OTHER INCOME

	(Rs.in Lakhs)	
Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Interest Income from Deposit with banks and others	32.21	29.39
Interest on security Ind As	0.97	-
Rental Income	586.95	543.68
Rental Income Ind As	16.19	15.21
Profit on Sale of Fixed Assets	1.83	130.25
Profit on MEIS license	5.30	10.90
Gain on Fair Valuation of Current Investment	0.59	4.18
Miscellaneous Income	27.42	78.18
<b>TOTAL</b>	<b>671.46</b>	<b>811.78</b>

## NOTE 25: COST OF RAW MATERIALS CONSUMED

	(Rs.in Lakhs)	
Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Raw Materials</b>		
Imported	56,644.60	76,580.69
Indigenous	91,988.58	89,160.35
<b>TOTAL</b>	<b>1,48,633.18</b>	<b>1,65,741.03</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 26: CHANGES IN INVENTORIES

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Inventories (At the beginning of the year)</b>		
<b>Finished Goods:</b>		
- At Factory (Oil Unit)	5,659.86	4,322.88
- At Factory (Distillery Unit)	863.92	1,526.47
- At Project D.D.Mittal Tower	309.69	720.48
- At Ganpati Estate	591.87	632.81
- At Zirakpur (Commercial units)	44.50	-
<b>Stock in Process:</b>		
- At Factory (Oil Unit)	3,000.53	2,906.98
- At Factory (Distillery Unit)	174.51	314.41
- At Project D.D.Mittal Tower	941.08	941.08
<b>(A)</b>	<b>11,585.96</b>	<b>11,365.11</b>
<b>Inventories ( At the end of year)</b>		
<b>Finished Goods:</b>		
- At Factory (Oil Unit)	10,210.19	5,659.86
- At Factory (Distillery Unit)	2,260.62	863.92
- At Distillery Kharagpur	1,891.76	
- At Project D.D.Mittal Tower	255.90	309.69
- At Ganpati Estate	246.95	591.88
- At Zirakpur (Commercial units)	44.50	44.50
<b>Stock in Process:</b>		
- At Factory (Oil Unit)	2,853.64	3,000.53
- At Factory (Distillery Unit)	277.59	174.51
- At distillery Kharagpur	369.69	
- At Project D.D.Mittal Tower	941.08	941.08
<b>(B)</b>	<b>19,351.92</b>	<b>11,585.97</b>
<b>Add: Cost incurred on Flats/ SCO/ Villa etc. (C)</b>	<b>-</b>	<b>22.00</b>
<b>Net change in inventory (A-B+C)</b>	<b>(7,765.96)</b>	<b>(198.87)</b>

## NOTE 27: EMPLOYEE BENEFIT EXPENSES

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Salary ,Wages and Bonus	2,659.85	1,635.38
Gratuity Expenses	61.62	44.36
Contribution to Provident and Other Funds	102.20	79.17
Staff Welfare Expenses	135.02	133.08
Less : Transferred to Capital work-in progress (Pre-operative expenses)	-	(141.14)
<b>TOTAL</b>	<b>2,958.69</b>	<b>1,750.85</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 26: CHANGES IN INVENTORIES

27.1 As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

### Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised as expense for the year is as under:

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Employer's Contribution to Provident Fund	80.53	60.68
Employer's Contribution to ESI Fund	20.37	17.41
Employer's contribution to Labour Welfare Fund	1.30	1.08
	<b>102.20</b>	<b>79.17</b>

### Defined Benefit Plan

Particular	(Rs.in Lakhs)	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>I. Reconciliation of Opening and Closing Balances of Defined Benefit Obligation</b>		
Defined Benefit Obligation at beginning of the year	226.77	241.74
Interest Cost	15.81	15.36
Current Service Cost	45.29	28.99
Benefits Paid	(18.30)	(28.78)
Actuarial (Gain)/ Loss	7.42	(30.54)
<b>Defined Benefit Obligation at year end</b>	<b>276.98</b>	<b>226.77</b>
<b>II. Reconciliation of Opening and Closing Balances of Fair Value of Plan Assets</b>		
Fair Value of Plan Assets at beginning of the year	-	-
Expected Return on Plan Assets	-	-
Employer Contribution	-	-
Liability Transferred In/ Acquisitions	-	-
Benefits Paid	-	-
Actuarial Gain/ (Loss)	-	-
<b>Fair Value of Plan Assets at year end</b>	<b>-</b>	<b>-</b>
<b>III. Reconciliation of Fair Value of Assets and Obligations</b>		
Present Value of Obligation at the end of the Period	276.98	226.77
Fair Value of Plan Assets at the end of the Period	-	-
<b>Net Liability/ (Asset) recognised in the Balance Sheet</b>	<b>276.98</b>	<b>226.77</b>
<b>IV. Expenses recognised during the year</b>		
<b>In Income Statement</b>		
Current Service Cost	45.29	28.99
Interest Cost on Benefit Obligation	15.81	15.36
Expected Return on Plan Assets	-	-
Actuarial (Gain)/ Loss recognised in the year	-	-
<b>Net Cost</b>	<b>61.10</b>	<b>44.35</b>
In Other Comprehensive Income		
Actuarial (Gain)/ Loss on Obligation For the Period	7.42	(30.54)
Experience Variance	-	-
Return on Plan Assets, Excluding Interest Income	-	-
<b>Net (Income)/ Expense for the period recognised in OCI</b>	<b>7.42</b>	<b>(30.54)</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 26: CHANGES IN INVENTORIES (Contd..)

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>V. Gratuity Policy : No Investments are done in gratuity policy</b>		
<b>VI. Actuarial Assumptions</b>		
<b>Mortality Table (IALM)</b>		
<b>For Parent</b>		
Discount Rate (per annum)	7.20%	7.35%
Expected Rate of Return on Assets (per annum)	-	-
Rate of Escalation in Salary (per annum)	6.00%	8.00%
<b>Rate of Employee Turnover/Atrition Rate (for Parent Company)</b>		
18-25	5.00%	5.00%
26-30	3.00%	3.00%
31-44	2.00%	2.00%
45-60	1.00%	1.00%
<b>For Subsidiary</b>		
Discount Rate (per annum)	7.20%	-
Expected Rate of Return on Assets (per annum)	-	-
Rate of Escalation in Salary (per annum)	8.00%	-
<b>Rate of employee turnover/attrition rate</b>		
20-60	0.01%	-
<b>VII. Sensitivity Analysis</b>		
Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount trade, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period , while holding all other assumptions constant. The result of Sensitivity analysis is given below:		
<b>Defined benefit obligation (Base)</b>	<b>276.98</b>	<b>226.77</b>

### Sensiivity analysis of present value of obligation to key assumption.

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Discount Rate</b>		
Increase of 0.50%	263.72	209.89
	4.79	-5.36%
Decrease of 0.50%	291.33	231.34
	(5.18)	4.31%
<b>Salary Growth Rate</b>		
Increase of 0.50%	290.31	230.63
	(4.81)	3.99%
Decrease of 0.50%	264.14	210.30
	4.63	-5.18%

These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 26: CHANGES IN INVENTORIES (Contd..)

**Investment risk :** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Interest risk :** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

**Longevity risk:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary risk:** The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

**Note :** The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

The above information and data are as per actuarial report issued and certified by the actuary.

## NOTE 28: FINANCE COSTS

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Interest to Banks, Financial Institutions and Others	1,674.48	2,192.76
Other Borrowing Cost	67.85	67.91
Interest and Premium on Preference Share	30.73	-
Interest on Income Tax (including TDS)	53.04	144.18
Interest on lease liabilities	-	1.02
Interest on Security Deposit Ind AS	12.43	14.53
Exchange Fluctuations	144.89	116.37
Less : Transferred to Capital work-in progress (Pre-operative expenses)	-	(770.49)
<b>TOTAL</b>	<b>1,983.42</b>	<b>1,766.29</b>

## NOTE 29: DEPRECIATION AND AMORTISATION EXPENSE

(Rs.in Lakhs)

Particular	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Depreciation on Property, Plant & Equipment	2,365.61	1,422.49
Depreciation on Investment Property	125.62	32.38
Amortisation on Intangible Asset	3.94	4.45
Depreciation on Right of Use Asset	-	8.78
<b>TOTAL</b>	<b>2,495.17</b>	<b>1,468.10</b>

## NOTE 30: OTHER EXPENSES

### A. Manufacturing Expenses

(Rs.in Lakhs)

	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>A. Manufacturing Expenses</b>		
Consumption of stores, spares and packing material	2,729.37	2,148.51
Crushing Expenses of Mustard Seeds	42.43	29.93
Processing Chemicals	2,756.04	1,993.75
Power and Fuel	14,186.76	8,368.90
Grinding Expenses	64.10	65.89

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 30: OTHER EXPENSES (Contd..)

(Rs.in Lakhs)

	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Repair and Maintenance		
Repairs to Building	67.67	32.14
Repairs to Machinery	1,819.30	1,431.18
Research and Development	-	13.17
Export fee/Expenses	30.87	37.91
Water Charges	80.77	70.23
<b>B. Selling and Distribution Expenses</b>		
Brokerage and Commission	168.26	205.74
Freight Outward	2,068.84	1,963.50
Marketing Expenses	73.21	140.15
<b>C. Establishment and Other Expenses</b>		
Allowance for Expected Credit Loss	(1.41)	42.93
Insurance	278.60	202.90
Telephone	13.18	9.96
Travelling and Conveyance	120.16	87.26
Vehicle Running	2.71	164.74
Rent	119.61	73.97
Rate and Taxes	46.31	6.48
Legal and Professional Fee	578.06	319.26
Corporate Social Responsibility	135.39	100.78
Charity and Donation	5.15	2.34
Printing and Stationary	40.90	28.94
Audit Fee	36.00	34.00
Director Sitting Fees	3.55	3.20
General Expenses	184.98	100.39
<b>TOTAL</b>	<b>25,650.81</b>	<b>17,678.13</b>

## NOTE 30.1: PAYMENT TO STATUTORY AUDITORS

(Rs.in Lakhs)

	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
(a) Auditor		
Statutory Auditor Fees	26.00	13.00
Tax Audit Fees	10.00	10.50
Other Certification Fees	-	10.50
(b) Out of pocket expenses	-	-
<b>Total</b>	<b>36.00</b>	<b>34.00</b>

## NOTE 30.2: CORPORATE SOCIAL RESPONSIBILITY (CSR)

Details of amount spent towards Corporate social responsibility given below:

### Details of expenditure

(Rs.in Lakhs)

Particulars	March 31, 2023	March 31, 2022
1. Gross amount required to be spent by the Company during the year	138.85	100.01
2. Amount spent during the year		
(a) Construction/acquisition of any assets*	59.50	93.19
(b) On Purposes other than (i) above	75.89	7.59

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 30.2: CORPORATE SOCIAL RESPONSIBILITY (CSR) (Contd..)

(Rs.in Lakhs)

Particulars	March 31, 2023	March 31, 2022
(c) Amount adjusted out of surplus arising from CSR activities of Previous Financial Years (Op. Rs. 5.05 lakhs - 3.46 lakhs adjusted), now remaining Surplus Carry Forward = 1.59 lakhs	3.46	-
3. Short fall at the end of the year	-	-
4. Totals of previous year shortfall	-	-
5. Reason of previous year shortfall	-	-
6. Nature of CSR Activities	Refer Note (a) Below	
<b>Total</b>	<b>138.85</b>	<b>100.78</b>

### Note(a):-

\*The company has spent Rs. 59.50 Lakhs on construction of 51 houses/dwelling units for the benefit of Economical Weaker Section of the Society residing in Udiya Colony, Bathinda (The project was completed during FY 22-23) through Dwarka Dass Mittal Charitable Trust under the CSR activities. The Trust is registered under Section 12A and Section 80G of Income Tax Act, 1961 and also registered with MCA for undertaking CSR Activities as per Certificate No.CSR00002250. Hence the expenditure made for the said project qualifies under "Measure for Reducing Inequalities Faced by Socially and Economically Backward Groups" in the nature of CSR activities provided under schedule-7 of the Companies Act, 2013.

## NOTE 31: EARNING PER SHARE (EPS)

(Rs.in Lakhs)

	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
(i) Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders ( Rs. in lakh )	6,628.79	8,484.16
(ii) Number of Equity Shares used as denominator for calculating basic EPS	241.50	241.50
(iii) Weighted Average number of Equity Shares used as denominator for calculating DPS	249.29	241.50
Basic Earnings per Share (Rs.)	27.45	35.13
Diluted Earnings per Share (Rs.)	26.59	35.13
Face Value per Equity Share (Rs)	10.00	10.00

## Note 32. Income Taxes

### (A) Components of income tax expense

(Rs.in Lakhs)

Income tax recognised in statement of profit and loss a/c	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Current Tax	2,450.00	3,000.00
Deferred Tax	(336.46)	(141.92)
<b>Total</b>	<b>2,113.54</b>	<b>2,858.08</b>

(Rs.in Lakhs)

Income tax recognised in other comprehensive income	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
<b>Deferred Tax</b>		
Gain on financial assets through OCI	46.06	26.37
<b>Total</b>	<b>46.06</b>	<b>26.37</b>



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## Note 32. Income Taxes (Contd..)

### (B) Reconciliation of effective tax rate

(Rs.in Lakhs)

	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022
Profit Before Tax and Exceptional Items	8,548.99	11,335.45
Applicable Tax Rate	25.168%	25.168%
Computed Tax Expense	2,151.61	2,852.91
TAX EFFECT OF:		
Add/ Less: Expenses Disallowed/ Additional Expenses	298.39	147.09
<b>Current Tax Provision (A)</b>	<b>2,450.00</b>	<b>3,000.00</b>
Incremental Deferred tax Liability (Asset) on account of Property, Plant and Equipment and Intangible Assets	345.50	(88.23)
Incremental Deferred tax Liability/(Asset) on account of Financial Assets and Other items	43.58	(53.69)
Incremental Impact on account of Unabsorbed depreciation and carry forward losses	(725.54)	
<b>Deferred Tax Provision (B)</b>	<b>(336.45)</b>	<b>(141.92)</b>
<b>Tax Expenses Recognised in Statement of Profit and Loss ( A+B )</b>	<b>2,113.54</b>	<b>2,858.08</b>
<b>Effective Tax Rate</b>	<b>24.72%</b>	<b>25.21%</b>

## NOTE 33: RELATED PARTY DISCLOSURE

### i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and/or with whom control exists and relationships :

Name of the Related Party	Relationship
Rajinder Mittal	KMP
Kushal Mittal	KMP
SN Goyal	KMP
Gurinder Makkar	KMP (CS upto Oct., 2022)
Ajeet Kumar Thakur	KMP (CS Nov., 2022 onward)
Gulab Singh	KMP
Garima Mittal	Relative of KMP
Swati Mittal	Relative of KMP
Sara Garg	Relative of KMP

### List of other related parties with whom transactions have taken place during the year and relationships :

Mittal Enterprises, Bathinda (A partnership concern of relative of Sh.Rajinder Mittal)	One partner is a relative of KMP
Ganpati Enterprises, Bathinda (A partnership concern of relative of Sh.Rajinder Mittal)	One partner is a relative of KMP
R.K. Exports, Bathinda Prop. Sh. Rajinder Mittal	Proprietorship of KMP
Kushal Impex, Bathinda (A proprietorship firm of relative of Sh.Rajinder Mittal)	Proprietorship of relative of KMP
VKM Township Ltd.	Entity under control of relatives of KMP

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 33: RELATED PARTY DISCLOSURE (Contd..)

### ii) Transactions during the year with related parties

							(Rs.in Lakhs)
Sr. No	Nature of Transactions (Excluding Reimbursements)		KMP/ Relative	Entity Exercising Significant influence	Entity under control of relatives of KMP	Total	
(A)	Purchase/Material Consumed	F/Y 2022-23	-	6,124.97	-	6,124.97	
		F/Y 2021-22	-	9,711.19	-	9,711.19	
(B)	Interest Received	F/Y 2022-23	160.41	-	5.80	166.21	
		F/Y 2021-22	386.75	-	-	386.75	
(C)	Payment to KMP	F/Y 2022-23	140.14	-	-	140.14	
		F/Y 2021-22	141.52	-	-	141.52	
(D)	Sales	F/Y 2022-23	514.14	-	-	514.14	
		F/Y 2021-22	-	-	-	-	
(E)	Payment of lease rent	F/Y 2022-23	0.58	-	-	0.58	
		F/Y 2021-22	0.58	-	-	0.58	

### iii) Balances as at 31<sup>st</sup> March, 2023

				(Rs.in Lakhs)
Particulars	Relationship	As At 31 <sup>st</sup> March, 2023	As At 31 <sup>st</sup> March, 2022	
<b>(1) Trade Payables</b>				
R.K. Exports, Bathinda (Pb.) Prop. Sh. Rajinder Mittal	KMP	-	4142.84 Dr.	
<b>(2) Advance to Supplier</b>				
Mittal Enterprises, Bathinda (Pb.) (A partnership firm of relative of Sh.Rajinder Mittal)	Entity Exercising Significant influence	25.00 Dr.	391.08 Dr	
Kushal Impex, Bathinda (Pb.) (A proprietorship firm of relative of Sh.Rajinder Mittal)	Entity Exercising Significant influence	217.75 Dr	1396.84 Dr	
<b>(3) Trade Receivable</b>				
Ganpati Enterprises, Bathinda (Pb.) (A partnership firm of relative of Sh.Rajinder Mittal)	Entity Exercising Significant influence	-	2475.80 Dr	

#### Note:

- The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- Review of outstanding balances is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.
- These balances are unsecured and their settlement occurs through Banking channel.

### iv) Disclosure in Respect of Major Related Party Transactions during the year :

				(Rs.in Lakhs)
Particulars	Relationship	2022-2023	2021-2022	
<b>Purchase of Goods</b>				
Kushal Impex (proprietorship)	Proprietorship of relative of KMP	2,440.56	3,085.47	
Mittal Enterprises	One partner is a relative of KMP	3,684.41	3,762.46	
Ganpati Enterprises	One partner is a relative of KMP	-	2,863.26	

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## NOTE 33: RELATED PARTY DISCLOSURE (Contd..)

(Rs.in Lakhs)

Particulars	Relationship	2022-2023	2021-2022
<b>Sales</b>			
Smt. Sunita Mittal Ji	Relative of KMP	257.07	-
Smt. Sara Garg Ji	Relative of KMP	257.07	-
<b>Interest Received</b>			
R.K. Exports	KMP	160.41	386.75
VKM Township Ltd.	Entity under control of relatives of KMP	5.80	-
<b>Lease Rent Paid</b>			
Sh.Rajinder Mittal	KMP	0.12	0.12
Smt.Garima Mittal	Relative of KMP	0.34	0.34
Smt.Swati Mittal	Relative of KMP	0.12	0.12
<b>Remuneration to Key Managerial Personnel</b>			
Sh.Rajinder Mittal	KMP	60.00	60.00
Sh. Kushal Mittal	KMP	48.00	48.00
Sh.S.N.Goyal	KMP	7.25	11.47
Sh. Gurinder Makkar	KMP	4.81	7.86
Sh. Ajeet Kumar Thakur	KMP	5.21	-
Sh. Gulab Singh	KMP	14.87	14.19

### 33.1 Compensation of Key Management personnel\*

The remuneration of director and other member of key management personnel during the year was as follows :

(Rs.in Lakhs)

Particular	2022-2023	2021-2022
i) Short term benefits	140.14	141.52
ii) Post employment benefits	-	5.02
iii) Other long term benefits	-	-
iv) Share based Payments	-	-
v) Termination Benefits	-	-
<b>Total</b>	<b>140.14</b>	<b>146.54</b>

The Remuneration of directors and key executives is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends

The Remuneration to the Key Managerial Personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

The sitting fees paid to non-executive directors is Rs. 3.55 lakhs and Rs. 3.20 lakhs for the year ended on 31<sup>st</sup> March, 2023 and 31<sup>st</sup> March, 2022 respectively

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 34. CONTINGENT LIABILITY AND COMMITMENTS

(Rs.in Lakhs)

Particular	2022-2023	2021-2022
<b>(I) Contingents Liabilities</b>		
<b>(A) Claims against the Company /disputed liabilities not acknowledged as debts</b>		
(a) In respect of joint ventures	-	-
(b) In respect of others	-	-
<b>(B) Guarantees</b>		
<b>(i) Guarantees to Banks and Financial Institutions against credit facility extended to third parties and other Guarantees</b>		
(a) In respect of joint ventures	-	-
(b) In respect of others	14,680.00	-
<b>(ii) Performance Guarantees</b>		
(a) For Contracts	574.39	50.26
<b>(iii) Outstanding Guarantees furnished to Banks and Financials Institutions including in respect of Letter of Credit</b>		
(a) In respect of joint ventures	-	-
(b) In respect of others	-	-
<b>(C) Other Money for which company is contingently liable</b>		
<b>(i) Liability in respect of bills discounted with Banks (Including third party bills discounting)</b>		
(a) In respect of joint ventures	-	-
(b) In respect of others	-	-
<b>(II) Commitments</b>		
<b>(A) Estimated amount of contracts remaining to be executed on account and not provided for:</b>		
(a) In respect of joint ventures	-	-
(b) In respect of others (net of capital advances)	-	11,451.24
(B) Uncalled liability on shares and other investment partly paid.		
(C) Other Commitments		
(a) sales Tax deferred liability	-	-
	<b>15,254.39</b>	<b>11,501.50</b>

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS

### 35.1 Capital Management

The Group manages its capital to ensure that it will continue as going concern while maximizing the return to stakeholders.

The Group manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compare to last year.

The Group adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- Maintain financial strength to ensure A- Stable ratings domestically
- Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS (Contd..)

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

(Rs.in Lakhs)

The gearing ratio at end of the reporting period was as follows.	As At	As At
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Gross Debt	43,760.79	26,048.31
Cash and Marketable Securities	768.46	2,107.25
Net Debt (A)	42,992.33	23,941.06
Total Equity (As per Balance Sheet) (B)	49,031.12	37,839.90
<b>Net Gearing (A/B)</b>	<b>0.88</b>	<b>0.63</b>

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in quoted Equity Shares is measured at quoted price.
- The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using forward exchange rates and yield curves at the balance sheet date.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

### 35.3 Fair valuation measurement hierarchy

(Rs.in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2023				As at 31 <sup>st</sup> March, 2022			
	Carrying amount	Level of Input used in			Carrying amount	Level of Input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
<b>Financial Assets</b>								
<b>At Amortized Cost</b>								
Investments	-	-	-	-	-	-	-	-
Trade Receivable	9,314.60	-	-	-	10,167.32	-	-	-
Cash and Bank Balances	758.83	-	-	-	2,107.25	-	-	-
Loans	-	-	-	-	-	-	-	-
Other Financial Assets	421.35	-	-	-	19.61	-	-	-
<b>At FVTOCI</b>								
Investments	685.25	-	685.25	-	502.27	-	502.27	-
<b>At FVTPL</b>								
Investments	9.63	9.63	-	-	9.04	9.04	-	-
<b>Financial Liabilities</b>								
<b>At Amortized Cost</b>								
Borrowings	43,760.79	-	-	-	26,048.31	-	-	-
Trade Payable	12,386.83	-	-	-	7,870.00	-	-	-
Other Financial Liabilities	1,095.20	-	-	-	1,052.77	-	-	-

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

**Level 2:** Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

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

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS (Contd..)

### 35.4 Foreign Currency Risk

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

#### Foreign Currency Exposure

(Rs.in Lakhs)

Particulars	As at	As at
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
	USD	USD
Loans	-	-
Trade and Other Payables	850.76	4,049.85
Trade and Other Receivables	-	-
<b>Net Exposure</b>	<b>850.76</b>	<b>4,049.85</b>

### 35.5 Interest Rate Risk

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows

#### Profile of interest bearing financial instruments

(Rs.in Lakhs)

Particulars	As At	As At
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Loans</b>		
<b>Borrowings</b>		
Long term Loan	23,734.67	10,098.39
Short term Loan	19,434.58	15,649.91
Cumulative redeemable preference share	591.54	300.00
<b>Total</b>	<b>43,760.79</b>	<b>26,048.31</b>

#### Sensitivity analysis of 1% change in Interest rate

(Rs.in Lakhs)

Particulars	Interest Rate Exposure			
	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Up Move	Down Move	Up Move	Down Move
Impact on Equity	-	-	-	-
Impact on P&L	(431.69)	431.69	(257.48)	257.48
<b>Total</b>	<b>(431.69)</b>	<b>431.69</b>	<b>(257.48)</b>	<b>257.48</b>

### 35.6 Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of crude oil, other products. The Group has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs. The Group's commodity risk is managed centrally through well-established trading operations and control processes.

The company's commodity risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the company enters into various transactions using derivatives and uses over the counter (OTC) as well as Exchange Traded Futures, Options and swap contracts to hedge its commodity and freights exposure.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 35. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS (Contd..)

### 35.7 Credit Risk

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by Letters of Credit, Bank Guarantees or other forms of credit insurance, wherever required. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 8. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

#### Summary of trade receivables and impairment losses

(Rs.in Lakhs)

Particulars	As at	As at
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
	Total	Total
Gross Carrying Amount	9,357.49	10,211.62
Expected Loss Rate	0.46%	0.43%
Expected Credit Losses	(42.89)	(44.30)
<b>Carrying Amount</b>	<b>9,314.60</b>	<b>10,167.32</b>

### 35.8 Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the Group's business activities may not be available. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due, so that the Group is not forced to obtain funds at higher rates. The Group monitors rolling forecasts of the Group's cash flow position and ensure that the Group is able to meet its financial obligation at all times including contingencies.

(Rs.in Lakhs)

Particulars	Maturity Profile of Loans as on 31 March 2023						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
<b>Non Derivative Liabilities</b>							
Long Term Loans	383.03	363.02	675.45	7,561.30	5,999.96	9,343.43	24,326.21
Short Term Loans	19,434.58	-	-	-	-	-	19,434.58
<b>Total Borrowings</b>	<b>19,817.61</b>	<b>363.02</b>	<b>675.45</b>	<b>7,561.30</b>	<b>5,999.96</b>	<b>9,343.43</b>	<b>43,760.79</b>

(Rs.in Lakhs)

Particulars	Maturity Profile of Loans as on 31 March 2022						
	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Total
<b>Non Derivative Liabilities</b>							
Long Term Loans	298.00	304.66	601.30	2382.07	4,744.19	2,098.13	10,428.36
Short Term Loans	11,258.82	4,361.13	-	-	-	-	15,619.95
<b>Total Borrowings</b>	<b>11,556.82</b>	<b>4,665.79</b>	<b>601.30</b>	<b>2382.07</b>	<b>4,744.19</b>	<b>2,098.13</b>	<b>26,048.31</b>

## 36. Disclosures pursuant to the Regulation 34(3) read with para A of Schedule V to SEBI Listing Regulation 2015

(Rs.in Lakhs)

Particulars	As at	As at
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Loan to firms/companies in which directors are interested	-	-

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 37. OPERATING SEGEMENT

The Group has identify three reportable segments viz. Oil & Vanaspati, Distillery and Real Estate. All the activities of the Group revolve around these main business. Accordingly, the Group has only three identifiable segment reportable under Ind AS 108 "Operating Segment". The Managing Director (the 'Chief Operational Decision Maker' as defined in Ind AS 108 – Operating Segments) monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting.

- Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".
- Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

### Primary Segment Information:

Particulars	Oil & Vanaspati		Distillery Unit		Real Estate		Distillery Unit (Kharagpur)		Unallocable		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
<b>i. Segment Revenue</b>												
External Sales	108,594.49	1,47,860.27	54,074.87	51,268.10	1,302.52	989.71	18,691.28	0.55			1,82,663.16	2,00,118.63
Inter Segment Sales	3,325.70	3,736.90	1,835.48	318.88	-	-	-	-			5,161.18	4,055.78
<b>Total</b>	<b>1,11,920.19</b>	<b>1,51,597.17</b>	<b>55,910.35</b>	<b>51,586.98</b>	<b>1,302.52</b>	<b>989.71</b>	<b>18,691.28</b>	<b>0.55</b>			<b>1,87,824.34</b>	<b>2,04,174.41</b>
<b>ii. Segment Result</b>												
(Before Depreciation, Interest & Taxes)	<b>3,042.26</b>	<b>6,207.32</b>	<b>8,481.48</b>	<b>8,096.15</b>	<b>370.26</b>	<b>276.71</b>	<b>1,133.58</b>	<b>(10.36)</b>			<b>13,027.58</b>	<b>14,569.83</b>
Less:												
a) Depreciation & Amortization	513.05	450.48	1,025.05	999.25	7.74	4.52	949.33	13.85			2,495.17	1,468.10
b) Finance Cost									1,983.42	1,766.29	1,983.42	1,766.29
<b>Profit Before Tax</b>	<b>2,529.21</b>	<b>5,756.84</b>	<b>7,456.43</b>	<b>7,096.90</b>	<b>362.52</b>	<b>272.19</b>	<b>184.25</b>	<b>(24.21)</b>	<b>(1,983.42)</b>	<b>(1,766.29)</b>	<b>8,548.99</b>	<b>11,335.45</b>
a) Current Tax									(2,450.00)	(3,000.00)	(2,450.00)	(3,000.00)
b) Deferred Tax									336.46	141.92	336.46	141.92
c) Prior period tax & other adjustments												
Other comprehensive income												
Non controlling interest											193.34	6.79
<b>Profit After Tax</b>	<b>2,529.21</b>	<b>5,756.84</b>	<b>7,456.43</b>	<b>7,096.90</b>	<b>362.52</b>	<b>272.19</b>	<b>184.25</b>	<b>(24.21)</b>	<b>(4,096.96)</b>	<b>(4,624.37)</b>	<b>6,628.79</b>	<b>8,484.16</b>
<b>iii. Other Information</b>												
Segment Assets	56,151.00	43,584.98	39,955.20	21,647.16	2,465.26	3,867.95	10,980.85	6,650.94			1,09,552.31	75,751.03
Segment Liabilities	26,324.62	19,282.22	21,835.74	11,396.67	304.96	288.16	11,198.47	5,796.29			59,663.79	36,763.34
Unallocable Liabilities									857.40	1,147.79	857.40	1,147.79
Capital Expenditure	1,918.35	907.27	18,034.75	3,557.05	319.6	45.10	5,707.22	1,485.29			25,692.28	5,994.71
Depreciation & Amortization	513.05	450.48	1,025.05	999.25	7.74	4.52	949.33	13.85			2,495.17	1,468.10



# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 37. OPERATING SEGEMENT (Contd..)

**Note:** Unallocable Liabilities include Deferred Tax Liabilities

- 1 Inter segment pricing are at Arm's length basis.
- 2 The reportable Segments are further described below :
  - The refining segment includes production and marketing operations of the Oil, Vanaspati Ghee and other products.
  - The Distillery segment includes production and marketing operations of The Liquor for human consumption, ENA and Ethanol.
  - The Real Estate segment includes construction of residential houses.

## 38. DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES

(Rs.in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2023
The amounts remaining unpaid to Micro and Small Suppliers as at the end of the year	-	-
- Principal	-	97.53
- Interest	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006)	-	-
The Amounts of the payments made to Micro and Small suppliers beyond the appointed day during the year	-	-
The amount of 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 the MSMED Act 2006	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of 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, for the purpose of disallowance as a deductible expenditure under the MSMED Act 2006	-	-
<b>Total</b>	<b>-</b>	<b>97.53</b>

The above information has been determined to the extent such parties have been identified on the basis of information provided by the company, which has been relied upon by the auditors.

## 39. Trade Receivables ageing schedule for trade receivable outstanding on 31-3-2023 (Refer note 8)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good	3,938.54	5,369.50	-	-	-	-	9,308.04
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 39. Trade Receivables ageing schedule for trade receivable outstanding on 31-3-2023 (Refer note 8) (Contd..)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	49.44	49.44
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>3,938.54</b>	<b>5,369.50</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.44</b>	<b>9,357.48</b>
Trade receivables- Unbilled	-	-	-	-	-	-	-
<b>Total</b>	<b>3,938.54</b>	<b>5,369.50</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.44</b>	<b>9,357.48</b>

## Trade Receivables ageing schedule for trade receivable outstanding as on 31-3-2022 - (Refer note 8)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good (net of provision)	1,149.00	8,968.54	-	-	-	-	10,117.54
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	45.79	45.79
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	4.00	4.00
<b>Total</b>	<b>1,149.00</b>	<b>8,968.54</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.79</b>	<b>10,167.33</b>
Trade receivables- Unbilled	-	-	-	-	-	-	-
<b>Total</b>	<b>1,149.00</b>	<b>8,968.54</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49.79</b>	<b>10,167.33</b>

## 40. Trade Payables aging schedule for amounts outstanding as on 31-3-2023 (Refer note no.- 20)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	3,537.92	8,848.91	-	-	-	12,386.83
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>3,537.92</b>	<b>8,848.91</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>12,386.83</b>

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 40. (Contd..)

### Trade Payables aging schedule for amounts outstanding as on 31-3-2022 - (Refer note no.- 20)

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	97.53	-	-	-	97.53
(ii) Others	153.11	7,619.43	-	-	-	7,772.54
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>153.11</b>	<b>7,716.96</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,870.07</b>

## 41. Leases:

### As lessor

The Company has entered into operating leases as lessor for its investment properties (refer note 2).

Additional disclosures for leases are as follows:

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Total lease income received	586.95	543.68
Variable consideration received	14.94	46.18

### The undiscounted minimum lease payments to be received over the remaining non-cancellable term on an annual basis are as follows:

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
1 <sup>st</sup> year	578.39	570.02
2 <sup>nd</sup> year	619.88	578.39
3 <sup>rd</sup> year	635.28	619.88
4 <sup>th</sup> year	644.64	635.28
5 <sup>th</sup> year	322.09	644.64
After 5 years	1,135.75	1,457.85
<b>Total</b>	<b>3,936.03</b>	<b>4,506.05</b>

### As lessee

The Company has entered into operating leases as lessee.

Additional disclosures for leases are as follows:

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Lease rent paid		
For short term lease	118.04	73.39
For low value lease *	0.58	0.58
<b>Total</b>	<b>118.62</b>	<b>73.97</b>

\*The leases for 33 years are accounted for as low value leases in accordance with Ind AS 116.

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 42. Details of unutilised amount of Cash Credit Loan

(Rs.in Lakhs)

Particulars	31 <sup>st</sup> March 2023			31 <sup>st</sup> March 2022		
	Fund Based	Non-Fund Based	Overall	Fund Based	Non-Fund Based	Overall
Sanctioned limit	21,000.00	9,000.00	24,500.00	15,000.00	6,000.00	18,500.00
Utilized amount	19,071.44	3,489.00	22,560.44	13,238.00	1,597.00	14,835.00
Unutilized amount	1,928.56	5,511.00	1,939.56	1,762.00	4,403.00	3,665.00

## 43. ENTERPRISES CONSOLIDATED AS SUBSIDIARY IN ACCORDANCE WITH IND AS - 110 CONSOLIDATED FINANCIAL STATEMENTS

(Rs.in Lakhs)

Name of Enterprises	Country of incorporation	Proportion of Ownership	
		As at 31.03.2023	As at 31.03.2022
Svaksha Distillery Ltd.	India	75.00%	75.00%

## 44. ADDITIONAL INFORMATION, AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT,2013, OF ENTERPRISES CONSOLIDATED AS SUBSIDIARY

### Current year reporting (2022-23)

(Rs.in Lakhs)

Name of the entity in the Group	Net Asset i.e. Total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (Rs In Lakhs)	As % of consolidated profit or loss after Tax	Amount (Rs In Lakhs)	As % of consolidated other comprehensive income	Amount (Rs In Lakhs)	As % of total comprehensive income	Amount (Rs In Lakhs)
BCL Industries Limited (Parent Co.)	62.80	30,792.30	98.02	6,308.22	100.00	129.49	98.06	6,437.71
Svaksha Distillery Ltd. (Subsidiaries Indian)	35.20	17,257.34	1.48	95.42	-	-	1.45	95.42
Non-Controlling Interest in subsidiary	2.00	981.48	0.50	31.81	-	-	0.49	31.81

45. Other Payable: It includes Unclaimed Dividend Account and the Group has transferred Rs. 4,88,884 (P.Y. Rs. 2,32,645 ) to the Investor Education and Protection Fund during the F.Y. 2022-23. However, there is no amount pending to be transferred to Investor Education and Protection Fund as on 31.03.2023.

## 46. DETAILS OF INCOME TAX DEMAND/DEFAULTS

(a) There is no outstanding demand of any assessment year till A/Y 2022-23.

## 47 EVENTS AFTER THE REPORTING PERIOD

### For the year ended 31<sup>st</sup> March, 2023

The Board of Directors have recommended an equity dividend of Rs. 5/- per share of face value of Rs.10/- each i.e. @ 50% for the financial year ended March 31, 2023 in its meeting held on 29<sup>th</sup> May 2023, on Equity Shares belonging to Public Category (i.e. Excluding the shares

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

## 47 EVENTS AFTER THE REPORTING PERIOD (Contd..)

upon which the Promoters have waived/forgone his/their right to receive the dividend by him/them for financial year 2022-23), which will be paid to the shareholders within 30 days of declaration of the same at the ensuing Annual General Meeting. This will lead to an approximate outflow of Rs. 466.56 lakhs if approved. Also, the board has approved the splitting of the face value of the shares from Rs. 10 to Rs. 1 per share, subject to approval of the shareholders and other statutory approvals.

### For the year ended 31<sup>st</sup> March, 2022

The Board of Directors have recommended an equity dividend of Rs. 3/- per share of face value of Rs.10/- each i.e. @ 30% for the financial year ended March 31, 2022, on Equity Shares belonging to Public Category (i.e. Excluding the shares upon which the Promoters have waived/forgone his/their right to receive the dividend by him/them for financial year 2021-22), which shall be subject to declaration of the same by the Members at the 46<sup>th</sup> AGM of the Company. The Dividend, if declared at the AGM, shall be paid to the shareholders within 30 days of declaration at the same at the ensuing Annual General Meeting. The above Final Dividend recommended by Board is in addition to the interim Dividend of Rs. 2/- per share declared by the Board for the year 2021-22 on 10<sup>th</sup> day of March, 2022.

## 48. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved in meeting of board of directors held on 29<sup>th</sup> May, 2023.

**49. Long Term Contract:** The Company did not have any long-term Contracts including derivative Contracts for which there were any material foreseeable losses.

**50.** The accounts of certain trade receivables, trade payables, short term loans and advances and current liabilities are subject to confirmation / reconciliation and adjustment, if any. The management does not expect any material difference affecting the current year's financial statements. In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities have been adequately made in the books of accounts.

## 51. No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:"

- a) Crypto Currency or Virtual
- (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- (c) Relating to borrowed funds:
  - i. Wilful defaulter
  - ii. Utilisation of borrowed funds & share premium
  - iii. Discrepancy in utilisation of borrowings
  - iv. Current maturity of long term borrowings.
- (d) Disclosure for Struck off Companies.
- (e) Disclosure for undisclosed income disclosed under income tax proceedings.
- (f) Compliance with numbers of layers of companies.
- (g) Title deed of Immovable Properties not held in the name of the company

# Notes to the Financial Statements

For the year ended 31 March 2023

(All amounts are in Indian Rupees, unless otherwise stated)

**52.** The figures of previous year have been reclassified/regrouped for the better presentation in the financial statements and to confirm to the current year's classification/disclosures. This does not have any impact on the profits of previous year.

**53. Accompanying notes are an integral parts of financial statements.**

**As per our report of even date attached**

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN :004453N

**CA MADHU MOHAN**

Partner

Membership No.: 082938

**UDIN:23082938BGUISM2529**

**Place : Bathinda**

**Dated: 29<sup>th</sup> May, 2023**

**For and on behalf of the Board**

**RAJINDER MITTAL**

MANAGING DIRECTOR

DIN:00033082

**S.N.GOYAL**

WHOLE TIME DIRECTOR

DIN : 00050643

**AJEET KUMAR THAKUR**

COMPANY SECRETARY

MRN : F9091

**GULAB SINGH**

CFO









## **BCL Industries Limited**

### **Regd. Off:**

Hazi Rattan Link Road, P. B. No. 71,  
Bathinda-151 001, Punjab, India

Tel: +91 164 224 0163, 221 1628,

Fax: +91 164 224 0424,

Email: [info@bcl.ind.in](mailto:info@bcl.ind.in)

Website: [www.bcl.ind.in](http://www.bcl.ind.in)

CIN No.: L24231PB1976PLC003624

