



MANUFACTURERS OF GOLD COIN BRAND PLASTIC PROCESSING MACHINES

Regd. Office : "GOLD COIN HOUSE" 776, G.I.D.C. MAKARPURA,  
VADODARA-390 010. GUJARAT. (INDIA) PHONE : 0091-265-2632210  
Email : goldcoin@polymechplast.com Web Site : www.polymechplast.com  
CIN : L27310GJ1987PLC009517



Reg. Office : "GOLDCOIN" House, 775, GIDC, Makarpura, Vadodara - 390010. Gujarat, INDIA  
• Tel : +91-265-2632210 • E-mail : goldcoin@polymechplast.com

MUMBAI : • Ph. : +91-22-28460878, 28858190, Email : pmibby\_mktg@polymechplast.com  
KOLKATA : • Ph. : +91-33-22298400, Email : pmical@polymechplast.com  
DELHI : • Ph. : +91-11-65170869, 27028101, Email : pmldil@polymechplast.com  
BANGLORE : • Ph. : +91-80-23467177, Email : pmisouth@polymechplast.com  
CHENNAI : • Mo. : +91-9600145737, Email : pmichennai@polymechplast.com

Export Division : • Mo. : +91-8511127253, Email : export@polymechplast.com

4<sup>th</sup> September, 2024

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001,  
Maharashtra

**Scrip ID / Code: POLYCHMP / 526043**

**Subject: Notice of the 37<sup>th</sup> Annual General Meeting ("AGM") of Polymechplast Machines Limited ("Company") along with the Annual Report for the Financial Year ended 31<sup>st</sup> March, 2024**  
**Ref.: Regulation 34(1) read with Regulation 30 - Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

This is to inform that the 37<sup>th</sup> Annual General Meeting ("AGM") of the Company is scheduled to be held on **Saturday, the 28<sup>th</sup> September, 2024 at 3:00 P.M. (IST)** through Video Conferencing/Other Audio Visual Means ("VC / OAVM") in compliance with the applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and various circulars issued there under.

Pursuant to Regulation 34 read with Regulation 30 of the Listing Regulations, we are enclosing herewith the following:

1. Annual Report for the Financial Year 2023-24
2. Notice of the 37<sup>th</sup> AGM

The aforesaid documents have been sent today i.e. 4<sup>th</sup> September, 2024 by e-mail to all the eligible Members whose e-mail addresses are registered with the Company / Depositories.

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the AGM) through Central Depository Services (India) Limited ("CDSL"), on all resolutions (as set out in the Notice of 37<sup>th</sup> AGM) to those Members, who are holding shares either in physical or in electronic form as on the cut-off date i.e. **Saturday, 21<sup>st</sup> September, 2024**. The remote e-voting shall commence on **Wednesday, 25<sup>th</sup> September, 2024 (9:00 a.m. IST) and ends on Friday, 27<sup>th</sup> September, 2024 (5:00 p.m. IST)**.

The **cut-off date** (record date) for taking record of the Members of the Company for the purpose of payment of **Dividend** has been fixed to **Monday, 16<sup>th</sup> September, 2024** (ex-Dividend Date).

The Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, 17<sup>th</sup> September, 2024, to Saturday, 28<sup>th</sup> September, 2024** (both days inclusive) for the purpose of AGM.

The said Annual Report and the Notice of 37<sup>th</sup> AGM is also uploaded on the Company's website at [www.polymechplast.com](http://www.polymechplast.com).

Kindly take the same on your record.

Thanking you,

**For POLYMECHPLAST MACHINES LIMITED**

**VAISHALI PUNJABI**  
Company Secretary & Compliance Officer

Encl.: as above



# **POLYMECHPLAST MACHINES LIMITED**



## **37<sup>TH</sup> ANNUAL REPORT**

**[2023-24]**

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## **Message from the Desk of Chairman & Managing Director**

Dear Shareholders,

I'm delighted to welcome you all to the 37<sup>th</sup> Annual General Meeting of the Company.

It gives me great pleasure to present to you the Integrated Annual Report of your Company for the financial year 2023-24. We have been able to build trust and deliver excellence to our valued clients over the years. Their sense of belongingness and relentless pursuit of quality have played a crucial role in driving our growth and delivering significant value to our stakeholders. Despite the challenges, your Company remained resilient and focused on strategic priorities.

At Polymech, popularly known as "Gold Coin", being the manufacturer of 'GOLD COIN' Brand Plastic Processing Injection Moulding Machine, we have always kept consumers at the heart of everything we do. The last few years of the pandemic coupled with the nation's rapid digitization journey have had a significant impact on consumers. With increased connectivity and access to information, consumers have become more discerning, looking for superior products that deliver value and demanding brands with a purpose.

In our workplace, we transform Legacy into Innovation. Historically recognized for our robust and reliable injection molding machines, we are now stepping into a new era – one defined by cutting-edge technology, precision, and innovation.

Our journey towards modernization has been marked by the introduction of Protek Series, our latest range of high-precision, IoT-enabled injection molding machines. This range not only exemplifies our commitment to quality and productivity but also positions us firmly among the top-tier machine manufacturers globally.

This transformation is more than just technological advancement; it's about redefining what it means to be a leader in the manufacturing industry. We are evolving from a traditional customer focused, high quality, high reliability machines manufacturing company into a forward-thinking, solution-driven enterprise, technologically advanced, innovative products manufacturing company which is equipped to meet the challenges and opportunities of the future.

The Company supplies injection moulding machines across the healthcare, consumer personal care, appliances, automotive and lightning sectors. Over the years, the Company has built an exclusive clientele of global brands who are leaders in their respective sectors.

We will continue to carry forward the core values of your Company, dedicating ourselves to growing and developing the business and bringing value to our shareholders and society.

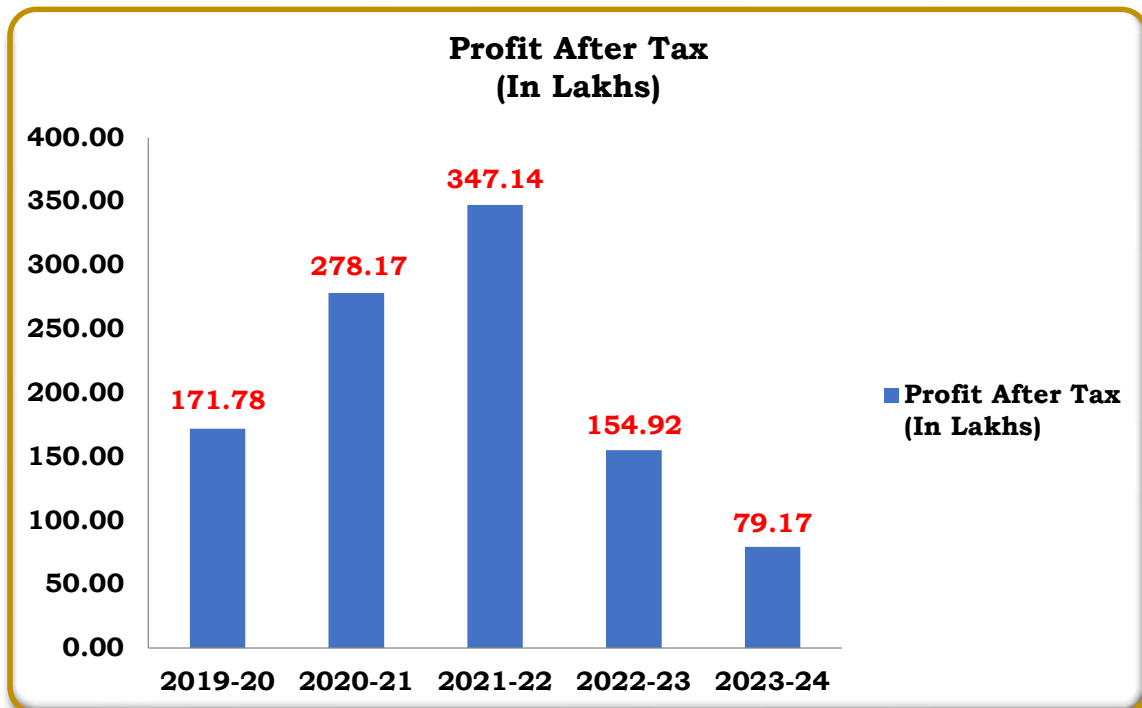
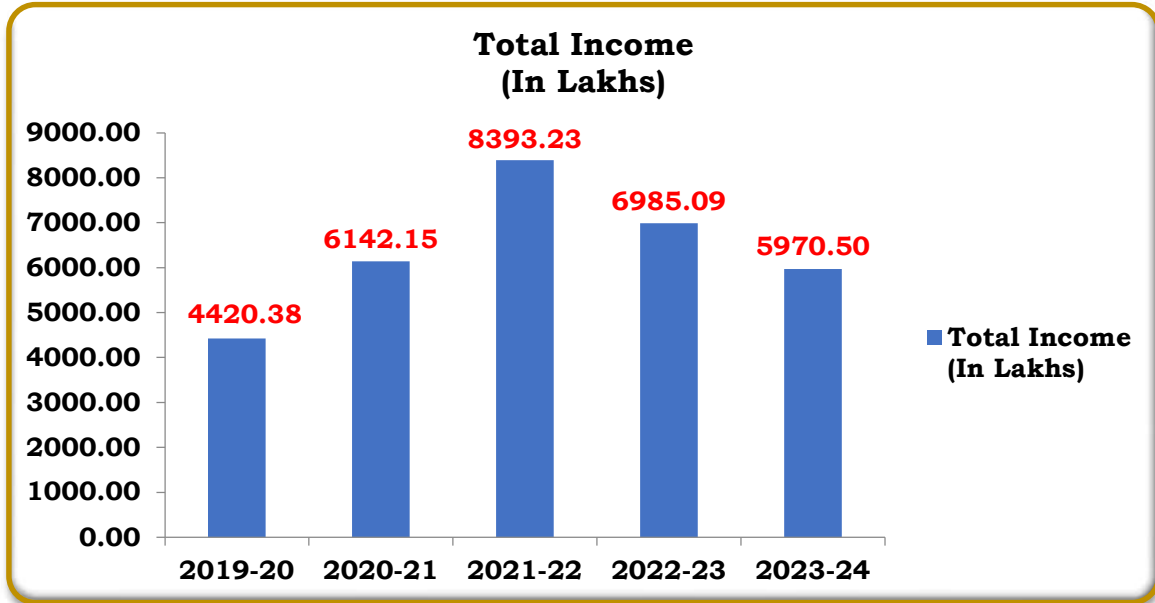
In conclusion, I want to express my gratitude to our team, shareholders, customers and partners for their unwavering support of our Company.

Thank you for being a part of GoldCoin Parivar, and I look forward to the exciting future that lies ahead.

Yours' Sincerely,

**MAHENDRABHAI BHUVA**  
Chairman and Managing Director

**Results at Glance**



**Corporate Information**

BOARD OF DIRECTORS	UNIT AND BRANCH OFFICES	
<p><b>Shri Mahendrabhai Bhuva</b> Executive   Chairman &amp; Managing Director</p> <p><b>Mr. Himmatlal Bhuva</b> Executive   Whole Time Director</p> <p><b>Mr. Ashokkumar Shah</b> Non-Executive   Independent Director</p> <p><b>Mrs. Asmani Surve</b> Non-Executive   Independent Director</p> <p><b>Mr. Chirag Shah (w.e.f. 12<sup>th</sup> August, 2024)</b> Non-Executive   Independent Director</p>	<p><b>Bamangam Unit</b> Plot No. 515, 519A, 520 &amp; 521, At &amp; Post. Bamangam, Tal.-Karjan, Dist.-Vadodara-391243, Gujarat</p> <p><b>Mumbai Branch</b> D-103, Lata Annexe, Goyal Complex, Nr. National Park, Western Express Highway, Borivali (E), Mumbai-400066, Maharashtra</p> <p><b>Delhi Branch</b> 411, Aggrawal Prestige Mall, Plot No. 2, Community Centre, Road No. 44, Pitampura (Near M2K), New Delhi-110034</p> <p><b>Kolkata Branch</b> Room No. 4C, 4<sup>th</sup> Floor, Sundaram Building, 46 F Rafi Ahmed Kidwai Road, Kolkata-700016, West Bengal</p> <p><b>Bangalore Branch</b> Swastik Manandi Arcade, 401/2, T/2, Subedar Chatram Road, Seshadipuram, Bangalore-560020, Karnataka</p>	
KEY MANAGERIAL PERSONNELS		
<p><b>Mr. Sitaram Lokhande</b> Chief Executive Officer</p> <p><b>Mr. Dinesh Punjabi</b> Chief Financial Officer</p> <p><b>Ms. Vaishali Punjabi (w.e.f. 28<sup>th</sup> May, 2024)</b> Company Secretary &amp; Compliance Officer</p> <p><b>Ms. Gauri Bapat (Upto 5<sup>th</sup> June, 2024)</b> Company Secretary &amp; Compliance Officer</p>		
BANKERS		
<p>Indian Overseas Bank HDFC Bank Ltd.</p>		
AUDITORS		
<p><b>Statutory Auditors</b> M/s. CNK &amp; Associates LLP Chartered Accountants</p> <p><b>Internal Auditors</b> M/s. K R &amp; Associates LLP Chartered Accountants</p> <p><b>Secretarial Auditors</b> M/s. Devesh Pathak &amp; Associates Practising Company Secretaries</p> <p><b>Cost Auditors</b> Y S Thakkar &amp; Associates Cost Accountants</p>	<th style="text-align: center;">REGISTERED OFFICE</th> <p>“Gold Coin House”, 776, G.I.D.C., Makarpura, Vadodara-390010, Gujarat CIN: L27310GJ1987PLC009517 Email Id.: <a href="mailto:goldcoin@polymechplast.com">goldcoin@polymechplast.com</a> Website: <a href="http://www.polymechplast.com">www.polymechplast.com</a> Contact No.: 0265-2632210</p>	REGISTERED OFFICE
	<th style="text-align: center;">REGISTRAR &amp; SHARE TRANSFER AGENT</th> <p><b>MCS Share Transfer Agent Limited</b> 1<sup>st</sup> Floor, Neelam Apartment, 88, Sampatrao Colony, Above Chappanbhog Sweets, Alkapuri, Vadodara-390007, Gujarat Contact: 0265-2314757 / 2350490 Email: <a href="mailto:mcsltdbaroda@gmail.com">mcsltdbaroda@gmail.com</a></p>	REGISTRAR & SHARE TRANSFER AGENT

**Notice of 37<sup>th</sup> Annual General Meeting**

**NOTICE** is hereby given that **37<sup>th</sup> Annual General Meeting** of the Members of Polymechplast Machines Limited (the “Company”) will be held on **Saturday, 28<sup>th</sup> September, 2024 at 3:00 p.m.** through Video Conferencing (VC) / other Audio Visual Means (OAVM) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt-
  - (i) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024, together with the Reports of the Boards and the Auditors thereon.
  - (ii) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024, together with the Reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Himmatlal Parshottambhai Bhuva (DIN: 00054580), who retires by rotation and being eligible, offers himself for re-appointment.
3. To approve and declare dividend recommended by the Board for the Financial Year ended 31<sup>st</sup> March, 2024.

**SPECIAL BUSINESS:**

4. **To re-appoint Mr. Mahendrabhai Ravjibhai Bhuva (DIN: 00054562) as Managing Director of the Company:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the relevant rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and on the recommendation and approval received from Nomination and Remuneration Committee and the Board of Directors, Mr. Mahendrabhai Bhuva (DIN: 00054562) be and is hereby reappointed as Managing Director of the Company with effect from 1<sup>st</sup> June, 2024 at a remuneration of Rs. 3,00,000/- (Rs. Three Lacs only) per month and other perquisites as set out below and on such other terms and conditions as set out in the draft agreement to be entered into by Company for his term of three years from 1<sup>st</sup> June, 2024 to 31<sup>st</sup> May, 2027.

<b>Allowances and Perquisites:</b>	
House rent allowance	Rs. 16,500 p.m.
Leave Travel Concession	10% of basic salary p.a
Conveyance	Rs. 800 p.m
Medical Reimbursement	Maximum of Rs. 1,250 p.m (for self and family)
<b>Retirement Benefits</b>	
Leave and Leave Encashment	They will be entitled to leave encashment at the end of his tenure as per the Company’s policy.
Contribution to P.F, Superannuation & Gratuity.	Contribution to provident fund, superannuation and Annuity to the extent either singly or put together are not taxable under the Income Tax Act; Gratuity payable should not exceed half a month’s salary for each completed year of service. However, any contribution in excess of statutory threshold limit would form part of the remuneration.
<b>Other allowances</b>	
Car facility provided by the Company for personal use and car maintenance up to Rs. 3000/- p.m	
Telephone, internet including Mobile phone at residence will be considered as perquisites	
Electricity Bill of residence will be considered as perquisites	

RESOLVED FURTHER THAT the Board of Directors will have liberty to alter and/or vary the terms and conditions of the remuneration which shall not exceed the limits specified in Schedule V of the Act [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], as may be agreed to between the Board and Mr. Mahendrabhai Bhuvu.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, applicable provisions of the Companies Act, 2013 read with rules made thereunder and other laws applicable, if any [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] as also pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Approval, be and is, hereby accorded, to the of payment of remuneration to Mr. Mahendrabhai Bhuvu (belonging to promoter group) as a Managing Director on the terms and conditions as approved by the Board of Directors of the Company for his term of reappointment from 1<sup>st</sup> June, 2024 to 31<sup>st</sup> May, 2027, notwithstanding:

a) the annual remuneration payable to him exceeds Rs. 5 crores or 2.5 percent of the net profit of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher,

OR

b) the aggregate annual remuneration of all the Executive Directors exceeds 5 percent of the net profit of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT in case of no profit or inadequacy of profits in any financial year during the currency of his tenure, the remuneration as aforesaid will be paid as minimum remuneration.

RESOLVED FURTHER THAT any Director or KMP of the Company, be and is hereby severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto.”

**5. To appoint Mr. Chirag Sureshbhai Shah (DIN: 10688506) as an Independent Director of the Company:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the relevant rules made thereunder and Regulation 16(1)(b), 17, 25 and other applicable provisions the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval, be and is, hereby accorded to the appointment of Mr. Chirag Sureshbhai Shah (DIN: 10688506), who was appointed as an Additional Director of the Company to hold office upto next Annual General Meeting in terms of Section 161(1) of the Act, as well as Independent Director for the period of five years with effect from 12<sup>th</sup> August, 2024 who has submitted a declaration that he meets the criteria of independence as prescribed under the Act and LODR and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member of the Company proposing his candidature for the office of an Independent Director.

RESOLVED FURTHER THAT Directors and Key Managerial Personnel of the Company, be and are hereby jointly and severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto including file necessary e-form with Ministry of Corporate Affairs and intimation to the Stock Exchange.”

**6. To Revise the Borrowings Limits pursuant to the provisions of Section 180(1)(C) of the Companies Act, 2013:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**



“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], the Articles of Association of the Company and subject to such other approvals as may be necessary and in supersession of all the earlier resolutions passed in this regard, consent of the Members of the Company be and is hereby accorded to the Board of Directors to borrow any sum or sums of money, as and when required, from Banks, Financial Institutions, Insurance Companies, Mutual Funds or other Corporates or other eligible Investors by obtaining loans, overdraft facilities, lines of credit, commercial papers, non-convertible debentures, external commercial borrowings (loans/bonds), INR denominated offshore bonds or in any other forms including by way of availing credit limits through Non-Fund based limits i.e. Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by it, against the security of term deposits, movables, immovable or such other assets as may be required or as unsecured, at any time or from time to time, which together with monies already borrowed by the Company exceeding the aggregate of paid-up share capital of the Company, its free reserves and Securities Premium, provided that the total amount so borrowed by the Board shall not at any time exceed Rs. 50 crores (Rupees Fifty Crores only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all other acts, deeds, matters and things as may be deemed necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required including filing necessary e-form with Ministry of Corporate Affairs and intimation to the Stock Exchange.”

**7. To authorize to the Board of Directors under Section 180(1)(A) of the Companies Act, 2013 inter-alia for creation of Mortgage or Charge on the Assets, Properties or Undertakings of the Company:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors to mortgage, hypothecate, pledge or otherwise create charge in any manner on all or any part of the present and future moveable or immovable assets or properties of the Company or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the “Assets”) and/or creating a floating charge on the Assets to or in favour of banks, financial institutions, investors, debenture trustees or any other lenders to secure the amount borrowed by the Company or any entity which is a subsidiary or associate or group entity, from time to time, for the due re-payment of principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any such entity in respect of the such borrowings provided that the aggregate indebtedness so secured by the assets do not at any time exceed the value of limits approved under Section 180(1)(c) of the Act.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of creation of security or any other dispositions, filing of necessary forms, returns, applications, submissions under the Act.”

**8. Inter-Corporate Loans, Investments, Providing Guarantee or Security under Section 186 of the Companies Act, 2013:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 186 (‘the Act’) and any other applicable provisions, if any of the Companies Act, 2013 (‘the Act’) and Rules made there under [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], consent of the Members of the Company be and is hereby accorded to the Board of Directors to (i) give any loans to any person or other body corporate, or (ii) give any guarantees or to provide security in

connection with a loan to any other body corporate or person, or (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in its absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 50 Crores (Rupees Fifty Crores Only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit; necessary or appropriate.”

By Order of the Board of Directors  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**VAISHALI PUNJABI**  
Company Secretary & Compliance Officer  
ACS: 48695

Place: Vadodara  
Date: 12-08-2024

**Registered Office:**  
“Gold Coin House”, 776,  
G.I.D.C., Makarpura,  
Vadodara-39010, Gujarat

**NOTES:**

1. The Ministry of Corporate Affairs, Government of India (“MCA”) vide its General Circular Nos. 20/2020, 10/2022 and 09/2023 dated 5<sup>th</sup> May 2020, 28<sup>th</sup> December 2022 and 25<sup>th</sup> September 2023, respectively, and other circulars issued in this respect (“MCA Circulars”) allowed, inter-alia, to conduct AGM through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”), in accordance with the requirements provided in paragraph 3 and paragraph 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October 2023 (“SEBI Circular”) has provided certain relaxations from compliance with certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). In compliance with these MCA Circulars, SEBI Circulars, provisions of the Act and the Listing Regulations, the 37<sup>th</sup> AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the Special business under Item Nos. 4 and 5 of the Notice, is annexed hereto. Further, the relevant details with respect to said Item Nos. to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/reappointment at this AGM are also annexed.
3. In terms of the MCA Circulars, the Notice of the 37<sup>th</sup> AGM and Annual Report for the financial year ended 31<sup>st</sup> March 2024, will be available on the Company’s website ([www.polymechplast.com](http://www.polymechplast.com)) and BSE Limited ([www.bseindia.com](http://www.bseindia.com)).
4. In terms of the MCA Circulars as mentioned in point 1, physical attendance of Members has been dispensed with and, therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 37<sup>th</sup> AGM. However, in pursuance of Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 37<sup>th</sup> AGM through VC/OAVM facility and e-Voting during the 37<sup>th</sup> AGM. As the 37<sup>th</sup> AGM is being held through VC/OAVM facility, the Route Map is not annexed in this Notice.
5. Corporate Members intending to represent through their authorized representatives in the AGM through VC/OAVM and to vote through remote e-voting or voting at the AGM are requested to send to the Company a certified copy of the board resolution authorizing their representative to the designated email address of the Company at [cs@polymechplast.com](mailto:cs@polymechplast.com).
6. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 17<sup>th</sup> September, 2024 to Saturday, 28<sup>th</sup> September, 2024 (Both Days Inclusive).
7. The Board of Directors has recommended final dividend of Rs. 1/- per equity share each for the financial year ended 31<sup>st</sup> March 2024, subject to the approval of the Members at the 37<sup>th</sup> AGM.
8. The **cut-off date** (record date) for taking record of the Members of the Company for the purpose of payment of **Dividend** has been fixed to **Monday, 16<sup>th</sup> September, 2024** (ex-Dividend Date) and the **cut-off date** for the purpose of determining eligibility of Members for **voting** in connection with the 37<sup>th</sup> AGM has been fixed to **Saturday, 21<sup>st</sup> September, 2024**.
9. Pursuant to the relevant provisions of the Income Tax Act, 1961 (“the IT Act”), Dividend Income is taxable in the hands of the Members and the Company is required to deduct tax at source (“TDS”) from dividend paid to the Members at rates prescribed in the IT Act. In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN details linked with Aadhaar, Category as per the IT Act with their Depository Participant(s) or in case shares are held in physical form, with the Company by sending email to the Company’s email address at [cs@polymechplast.com](mailto:cs@polymechplast.com).
10. Members wishing to claim dividends that remains unclaimed are requested to correspond with Registrar and Share transfer agents as mentioned above, or to the Company Secretary at the

Company's Registered Office. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account will as per Section 124 of the Act, be transferred to the Investor Education and protection Fund (IEPF). Moreover, Shares on which dividend remains unclaimed for seven consecutive years will also be transferred to the IEPF as per Section 124 of the Act, and the applicable rules.

11. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, read with MCA Circulars, as amended, the Company is pleased to provide all the Members, the facility of E-voting through Central Depository Services (India) Limited ('CDSL'), to enable them to cast their votes electronically on the Resolutions mentioned in the notice of 37<sup>th</sup> AGM.
12. The remote E-voting period commences on Wednesday, 25<sup>th</sup> September, 2024 (9:00 a.m.) and ends on Friday, 27<sup>th</sup> September, 2024 (5:00 p.m.). During this period, Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of Saturday, 21<sup>st</sup> September, 2024, may cast their vote by remote E-voting. The remote E-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
13. The Company has appointed CS Mr. Devesh A. Pathak, of M/s. Devesh Pathak & Associates, Practising Company Secretaries, Vadodara as the Scrutinizer for conducting the E-voting process in a fair and transparent manner.
14. The Scrutinizer, after scrutinizing the votes cast at the meeting, will, not later than forty-eight (48) hours of conclusion of the Meeting, make a Consolidated Scrutinizer's Report and submit the same to the Chairman or Company Secretary of the Company in writing who shall declare the Voting Results of the AGM. The Results declared alongwith the Consolidated Scrutinizer's Report shall be placed on the website of the Company [www.polymechplast.com](http://www.polymechplast.com). The Results shall also be uploaded to the Stock Exchange, i.e. BSE Limited website within 48 hours of the conclusion of the AGM.
15. Members may join the 37<sup>th</sup> AGM through VC/OAVM facility by following the procedure as mentioned below and the joining window shall be kept open for the Members from 2:30 P.M. (IST) i.e. 30 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/OAVM facility 30 minutes after the scheduled time to start the AGM.
16. Attendance of the Members participating in the 37<sup>th</sup> AGM through VC/OAVM facility using their login credentials shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
17. Electronic copy of the Notice of the 37<sup>th</sup> AGM, inter-alia, indicating the process and manner of electronic voting ("e-Voting") and Annual Report for the financial year ended 31<sup>st</sup> March 2024 are being sent to all the Members whose email address is registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same.

In case any member is desirous of obtaining hard copy of the Annual Report for the financial year ended 31<sup>st</sup> March 2024 may send a request to the Company's email address at [cs@polymechplast.com](mailto:cs@polymechplast.com) mentioning their Folio no./ DP ID and Client ID.

18. Members, whose KYC details (i.e. e-mail address, postal address with PIN code, mobile number, bank account details, PAN details linked with Aadhaar etc.) is not registered/ updated with the Company or with their respective Depository Participant(s) ['DPs'], and who wish to receive the Notice of the 37<sup>th</sup> AGM, the Annual Report for the financial year ended 31<sup>st</sup> March 2024 and all other future communications sent by the Company from time to time, can get their KYC details registered/updated by following the steps as given below:
  - (a) Members holding shares in physical form can submit duly filled and signed request letter along with self-attested identity and other supporting documents as prescribed in Form ISR-1 to the Registrar of Company; MCS Share Transfer Agent, by sending an email at

mcsLtdbaroda@gmail.com followed by mandatorily sending the physical copy of the same through post; and

- (b) Members holding shares in demat form may update their KYC details including e-mail address with their Depository Participant(s).

Communication in this regard has been sent to all Members holding shares in physical form at their registered address from time to time.

19. For Members who hold shares in physical form, the SEBI vide its Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7<sup>th</sup> May 2024 read with SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10<sup>th</sup> June 2024, as amended from time to time, has mandated furnishing of PAN linked with Aadhaar and KYC details (i.e. e-mail address, postal address with PIN code, mobile number, bank account details, PAN details linked with Aadhaar etc.). In case any of the aforesaid documents/ details are not available in the record of the Company/ Registrar and Share Transfer Agent ("RTA"), the member shall not be eligible to lodge grievance or avail any service request from the RTA until they furnish complete KYC details/ documents. Further, with effect from 1<sup>st</sup> April 2024, any payment of dividend shall only be made in electronic mode to such Members.

Further, SEBI has mandated that securities of listed companies can be transferred only in demat form. Therefore, Members are advised to dematerialize shares held by them in physical form for ease in portfolio management.

For consolidation of share certificates, Members holding shares in physical form, in more than one folio, with identical order of names, are requested to send the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio to the RTA. Requests for consolidation of share certificates shall only be processed in dematerialized form.

Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members may nominate a person in respect of all the shares held by them severally or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company and RTA. Members holding shares in demat form may approach their respective DPs for completing the nomination formalities.

Members may refer to SEBI Master Circular, relevant Investor Service Request Forms, Nomination Forms and contact details for sending requisite forms/documents, available on the Company's website at <https://www.polymechplast.com/investor-information/kyc-updation-forms>.

20. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company/Registrar and Share Transfer Agent ("RTA") of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
21. Documents referred to in the accompanying Notice of the 37<sup>th</sup> AGM and the Explanatory Statement shall be available at the Registered Office of the Company for inspection without any fee during normal business hours (10:00 a.m. to 4:00 p.m.) on all working days except Saturday, up to and including the date of the 37<sup>th</sup> AGM of the Company.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Wednesday, 25<sup>th</sup> September, 2024 (9:00 a.m.) and ends on Friday, 27<sup>th</sup> September, 2024 (5:00 p.m.). During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, 21<sup>st</sup> September, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing</li> </ol>

	<p>Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdsindia.com">www.cdsindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN **240822018** for the relevant Company; POLYMECHPLAST MACHINES LIMITED on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@polymechplast.com](mailto:cs@polymechplast.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven (7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@polymechplast.com](mailto:cs@polymechplast.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven (7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@polymechplast.com](mailto:cs@polymechplast.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [mcsltdbaroda@gmail.com](mailto:mcsltdbaroda@gmail.com) / [cs@polymechplast.com](mailto:cs@polymechplast.com).
2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**.

**For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 4:**

The association of Mr. Mahendrabhai Ravjibhai Bhuva (DIN: 00054562) with the Company dates back to 1998. However, he has been Executive Director of the Company since October 1, 1998 and has been serving as the Managing Director of the Company since June 1, 2021. He has diligently dedicated his efforts to enhance the Company's business operations. His extensive expertise has played a pivotal role in maintaining the Company's robust performance even during challenging market conditions.

In line with the aforesaid provisions of the Companies Act, 2013 and considering the performance, knowledge, acumen, expertise, experience and substantial contribution and time commitment, the Nomination and Remuneration (NRC) Committee has recommended to the Board, the re-appointment of Mr. Mahendrabhai Ravjibhai Bhuva (DIN: 00054562) as a Managing Director of the Company for a further period of 3 years, starting from June 1, 2024, until May 31, 2027, subject to the approval of the shareholders.

The material terms of re-appointment and remuneration are given below:

<b>Terms of Re-Appointment:</b>	
Mr. Mahendrabhai Ravjibhai Bhuva shall be re-appointed as Managing Director w.e.f. June 1, 2024 upto May 31, 2027.	
<b>Allowances and Perquisites:</b>	
House rent allowance	Rs. 16,500 p.m.
Leave Travel Concession	10% of basic salary p.a
Conveyance	Rs. 800 p.m
Medical Reimbursement	Maximum of Rs. 1,250 p.m (for self and family)
<b>Retirement Benefits:</b>	
Leave and Leave Encashment	He will be entitled to leave encashment at the end of his tenure as per the Company's policy.
Contribution to P.F, Superannuation & Gratuity.	Contribution to provident fund, superannuation and Annuity to the extent either singly or put together are not taxable under the Income Tax Act; Gratuity payable should not exceed half a month's salary for each completed year of service. However, any contribution in excess of statutory threshold limit would form part of the remuneration.
<b>Other allowances:</b>	
Car facility provided by the Company for personal use and car maintenance up to Rs. 3000/- p.m	
Telephone, internet including Mobile phone at residence will be considered as perquisites	
Electricity Bill of residence will be considered as perquisites	

In the event of a loss or inadequate profits in any financial year, the Company shall provide Minimum Remuneration as determined by the provisions outlined in Schedule V of the Companies Act, 2013.

Sub regulation 6(e) to Regulation 17 to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') requires approval of shareholders by way of Special Resolution in following circumstances.

The payment of any fees or compensation to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution, if:

- the annual remuneration payable to such executive director exceeds Rs. 5 Crore or 2.5 percent of the net profit of the listed entity, whichever is higher; or
- where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 percent of the net profit of the listed entity.

Additional Information in terms of Schedule V is enclosed as per Annexure.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for the approval of the Members.

Except Mr. Bhuva, no other Director/KMP of the Company or their relatives, is/are interested or concerned, financially or otherwise, in passing the proposed resolution set out in Item No. 4.

**Item No. 5:**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mr. Chirag Sureshbhai Shah (DIN: 10688506) as an Additional Director to hold office upto next Annual General Meeting as well as Independent Director for the period of five years with effect from 12<sup>th</sup> August, 2024. It is proposed to approve his appointment as Independent Director, not liable to retire by rotation to hold office for a term of five consecutive years for the period from 12<sup>th</sup> August, 2024 to 11<sup>th</sup> August, 2029.”

The Company has also received notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Chirag Sureshbhai Shah for the office of Director.

Mr. Chirag Sureshbhai Shah is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received declaration from him stating that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 (“the Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mr. Chirag Sureshbhai Shah is not debarred from holding the office of Director pursuant to any order issued by the SEBI or any other authority.

In the opinion of the Board, he fulfils the conditions for appointment as Independent Director, as specified in the Act and the Listing Regulations and is independent of the Management.

The resolution seeks the approval of the shareholders in terms of Section 149 and other applicable provisions of the Act, read with Schedule IV of the Act and the rules made thereunder and the Listing Regulations, for appointment of Mr. Chirag Sureshbhai Shah as Independent Director of the Company for a term commencing from the date of his appointment by the Board of Directors on 12<sup>th</sup> August, 2024 until the conclusion of the 42<sup>nd</sup> AGM proposed to be held in 2029. A brief profile of Mr. Chirag Sureshbhai Shah is provided in the annexure to this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for the approval of the Members.

Except Mr. Shah, no other Director, KMP of the Company or their relatives, is/are interested or concerned, financially or otherwise, in passing the proposed resolution set out in Item No. 5.

**Item No. 6 and 7:**

Keeping in view the Company’s long term strategic and business objectives, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the monies already borrowed by the Company may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company. Pursuant to Section 180(1)(c) of the Companies Act, 2013 only with the Approval of the Members.

In order to facilitate securing the Borrowings made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of Members in the General Meeting.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item nos. 6 & 7 for approval by the Members of the Company as Special Resolutions.

None of the Directors or KMP or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

**Item No. 8:**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required.

Members may note that pursuant to the provisions of Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by Special Resolution passed at the General Meeting.

In view of the above, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 50 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 8 for approval by the Members of the Company as Special Resolution.

None of the Directors or KMP or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

By Order of the Board of Directors  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**VAISHALI PUNJABI**  
Company Secretary & Compliance Officer  
ACS: 48695

Place: Vadodara  
Date: 12-08-2024

**ANNEXURE TO NOTICE**

**Details of Directors seeking Appointment / Re-Appointment at the AGM:**

(Additional Information of Directors seeking appointment / re-appointment as required under Regulation 36(3) of Listing Regulations, as amended and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India)

<b>Particulars</b>	<b>Item No. 2</b>	<b>Item No. 4</b>	<b>Item No. 5</b>
<b>Name of the Director</b>	Himmatlal Parshottambhai Bhuva	Mahendrabhai Ravjibhai Bhuva	Chirag Sureshbhai Shah
<b>Designation/Category</b>	Whole Time Director	Chairman & Managing Director	Non-Executive-Independent Director
<b>Director Identification Number (DIN)</b>	00054580	00054562	10688506
<b>Date of Birth / Age</b>	01/06/1964 [60 years]	22/07/1963 [61 years]	18/05/1963 [61 years]
<b>Nationality</b>	Indian	Indian	Indian
<b>Qualification</b>	Diploma in Pharmaceuticals	Diploma in Pharmaceuticals	Diploma in Mechanical Engineering
<b>Experience (Approx.)</b>	36 Years	38 Years	40 Years
<b>Tenure of Appointment – Re-appointment</b>	Retiring Director	3 Years w.e.f. 1 <sup>st</sup> June, 2024 till 31 <sup>st</sup> May, 2027	12 <sup>th</sup> August, 2024 till 11 <sup>th</sup> August, 2029
<b>Terms &amp; Conditions of Appointment or Re-appointment</b>	Re-Appointment as Retiring Director	Re-Appointment as Managing Director	Appointment as an Independent Director
<b>Nature of Expertise in specific Functional Areas</b>	Manufacturing of Injection and Blow Moulding Plastic Processing Machines.  [Industrialist]	Manufacturing of Injection and Blow Moulding Plastic Processing Machines.  [Industrialist]	Controller & Supervisor Engineer in well-known Companies such as IPCL, GACL, GSFC, etc.; Handled Marketing of IPOs., Refined Knowledge of Tax Saving Schemes, Insurance, Mutual Funds & Other Financial Products; Currently a Mutual Fund Distributor  [Businessman]
<b>Details of remuneration sought to be paid / Remuneration last drawn</b>	-	Rs. 3,00,000/- p.m. plus perquisites	Sitting Fees to be paid as per the Policy of Board
<b>Shareholding as on 31<sup>st</sup> March, 2024</b>	3,77,650 Equity Shares	6,48,742 Equity Shares	NIL
<b>Disclosure of relationship with other Directors/KMP</b>	Not Related	Not Related	Not Related
<b>Directorship in other Companies as on 31<sup>st</sup> March, 2024</b>	1. TBC-GoldCoin Private Limited 2. Pramukh Medical Devices Private Limited	1. TBC-GoldCoin Private Limited 2. Pramukh Medical Devices Private Limited	NIL
<b>Membership of Committee in other Companies, if any</b>	NIL	NIL	NIL
<b>Details of Board Meetings attended by the Directors during the year</b>	9 out of 9	9 out of 9	N.A.

## Board's Report

To,  
**The Members of  
Polymechplast Machines Limited**

Your Directors have pleasure to present the 37<sup>th</sup> Annual Report of the Company together with the Audited Financial Statements and Auditors' Report for the financial year 2023-24.

### **1. STATE OF COMPANY'S AFFAIRS INCLUDING SUMMARY / HIGHLIGHTS:-**

The standalone and consolidated Financial Statements for the F.Y. ended 31<sup>st</sup> March, 2024 forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as "Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("Act") and other recognized accounting practices and policies to the extent applicable. Necessary disclosures regarding Ind-AS reporting have been made under the Notes to Financial Statements. The Company's performance during the F.Y. under review as compared to the previous F.Y. is summarized below:

*(Amount in Lakhs)*

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Revenue from Operations	5904.35	6922.09	5904.35	6922.09
Other Income	66.15	62.99	66.15	62.99
<b>Total Income</b>	<b>5970.50</b>	<b>6985.09</b>	<b>5970.50</b>	<b>6985.09</b>
(Less): Total Expenses	(5862.99)	(6778.74)	(5856.99)	(6778.74)
<b>Profit / (Loss) Before Tax &amp; Exceptional Items</b>	<b>107.50</b>	<b>206.34</b>	<b>113.50</b>	<b>206.34</b>
(Less): Exceptional items	(0.00)	(0.00)	(0.00)	(0.00)
<b>Profit / (Loss) Before Tax</b>	<b>107.50</b>	<b>206.34</b>	<b>113.50</b>	<b>206.34</b>
Add/(Less): Tax Expense:				
(i) Current Tax	(55.62)	(33.31)	(55.62)	(33.31)
(ii) Deferred Tax	27.41	(9.56)	27.41	(9.56)
(iii) Income Tax Adjustments Relating to Earlier Year	(0.12)	(8.55)	(0.12)	(8.55)
<b>Profit / (Loss) After Tax</b>	<b>79.17</b>	<b>154.92</b>	<b>85.17</b>	<b>154.92</b>
(Less): Share of Associate's Loss	-	-	(12.92)	(1.25)
<b>Net Profit / (Loss) After Tax &amp; Share of Associate's Loss</b>	<b>79.17</b>	<b>154.92</b>	<b>72.25</b>	<b>153.68</b>

During the year, your Company has recorded a Total Income of Rs. 5970.50 Lakhs as compared to that of the previous year which was Rs. 6985.09 Lakhs. Accordingly, the Profit after tax of the Company was Rs. 107.50 Lakhs as compared to the Profit after tax of the previous year of Rs. 206.34 Lakhs.

### **2. TRANSFER TO RESERVES:-**

The Company is not required to transfer any amount to its Reserves. Hence, no amount is transferred to Reserves.

### **3. DIVIDEND:-**

Your Directors have pleasure to recommend a Dividend at a rate of 10% i.e. Rs. 1/- per Equity Share amounting to Rs. 56,01,710/- for the financial year ended 31<sup>st</sup> March, 2024, subject to approval of Members at the 37<sup>th</sup> Annual General Meeting (AGM) of the Company, in accordance with the Dividend Distribution Policy ("Policy") of the Company. The Policy is available on the website of your Company at [www.polymechplast.com](http://www.polymechplast.com).

### **4. DEPOSITS:-**

During the year under review, the Company has not accepted or renewed any deposit from the public falling within the ambit of section 73 of the Companies Act 2013 ('the Act') and the Companies (Acceptance of Deposits) Rules, 2014.

**5. CHANGE IN BOARD OF DIRECTORS AND OTHER KEY MANAGERIAL PERSONNEL:-**

During the year under review, Mrs. Asmani Ailush Surve has been appointed as Non-Executive Independent Director of the Company w.e.f. 11<sup>th</sup> August, 2023.

As on 31<sup>st</sup> March, 2024, the Board of your Company consisted of Five (5) Directors as follows:

I. Mr. Mahendrabhai Ravjibhai Bhuva	Chairman & Managing Director
II. Mr. Himmatlal Parshottambhai Bhuva	Whole Time Director
III. Mr. Ashokkumar Natwarlal Shah	Independent Director
IV. Mrs. Hemangini Devesh Pathak#	Independent Director
V. Mrs. Asmani Ailush Surve	Independent Director

# The Board of Directors in its Meeting held on 27<sup>th</sup> May, 2024 took note of Cessation of Mrs. Hemangini Devesh Pathak (DIN: 00054624) as a Director of the Company in view of completion of her term as an Independent Director of the Company w.e.f. 28<sup>th</sup> May, 2024.

The Board on the recommendation and approval received from Nomination & Remuneration Committee, has approved the re-appointment of Mr. Mahendrabhai Ravjibhai Bhuva (DIN: 00054562) as Managing Director of the Company for a period of three (3) years, commencing from 1<sup>st</sup> June, 2024 to 31<sup>st</sup> May, 2027, at its Meeting held on 27<sup>th</sup> May, 2024, subject to approval of Members at ensuing General Meeting.

Mr. Himmatlal Parshottambhai Bhuva (DIN: 00054580), retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Board of Directors has further approved the recommendation of Nomination & Remuneration Committee for the Appointment of Mr. Chirag Sureshbhai Shah (DIN: 10688506) as an Additional Director to hold office upto ensuing Annual General Meeting as well as Independent Director not liable to retire by rotation the term of five years with effect from 12<sup>th</sup> August, 2024.

Further, the Board of Directors at its Meeting held on 12<sup>th</sup> August, 2024 have taken on record the completion of term of Mr. Ashokkumar Natwarlal Shah (DIN: 06977676) as an Independent Director w.e.f. 28<sup>th</sup> September, 2024 pursuant to Section 149(11) of the Companies Act, 2013 read with Regulation 25(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Mr. Sitaram Lokhande was appointed as Chief Executive Officer of the Company w.e.f. 8<sup>th</sup> February, 2024.

Ms. Vaishali Punjabi was appointed as Company Secretary & Compliance Officer of the Company w.e.f. 28<sup>th</sup> May, 2024.

Mrs. Gauri Bapat resigned from the post of Company Secretary & Compliance Officer of the Company w.e.f. 5<sup>th</sup> June, 2024.

**6. DECLARATION FROM INDEPENDENT DIRECTORS:-**

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

- they meet the criteria of independence as prescribed under the provisions of the Act, read with the Rules framed thereunder, and the Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company;
- they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act and formulated by the Company; and
- they have registered their names in the databank of Independent Directors as being maintained by the Indian Institute of Corporate Affairs in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are persons of high integrity and repute. They fulfill the conditions specified in the Act, and the rules framed thereunder and are independent of the management.



## **7. CORPORATE GOVERNANCE:-**

Since the Net Worth of the Company exceeded Rs. 25 Crores for the financial year ended 31<sup>st</sup> March, 2023, Corporate Governance provisions were applicable to the Company for the financial year ended 2023-24 in terms of Regulation 15(2) of the Listing Regulations.

The Company believes in adopting best practices of Corporate Governance. Corporate Governance Principles are enshrined in the spirit of the Company, forming its core values. The Company considers the same as its inherent responsibility to disclose timely and accurate information to its stakeholders regarding its operations and performance, as well as the leadership and governance of the Company.

The Company is committed to the Code of Conduct which articulates values and ideals that guide and govern the conduct of the Company as well as its employees in all matters relating to business. The Company's overall governance framework, systems and processes reflect and support its Mission, Vision and Values. The Company's governance guidelines cover aspects mainly relating to the composition and role of the Board, Chairman and Directors, Board diversity etc. of the Board.

Report on Corporate Governance for F.Y. 2023-24 forms part of this Annual Report.

Certificate of Corporate Governance and Non-Disqualification of Directors, issued by Secretarial Auditor of the Company is attached to the Corporate Governance Report forming part of Annual Report.

## **8. MEETINGS OF BOARD OF DIRECTORS:-**

Nine (9) Meetings of the Board of Directors were held during the financial year 2023-24. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013. Details of the composition of the Board and its Committees and of the meeting held, attendance of the Directors of such meetings and other relevant details are provided in the Corporate Governance Report.

## **9. BOARD EVALUATION:-**

Pursuant to the provisions of Section 134 of Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and the Listing Regulations, annual evaluation of the performance of the Board, its Committees and of Individual Directors was undertaken.

During the year, the Evaluation cycle was completed by the Company internally which included the evaluation of the Board as a whole, Board Committees and Directors. The Evaluation process focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience, performance of duties and governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors on parameters such as contribution, independent judgment and guidance and support provided to the Management, presence at the Board meeting, general meetings and inputs in the discussion of the meeting and decision taking power, roles played as per their designation in the Company.

## **10. DIRECTORS' RESPONSIBILITY STATEMENT:-**

Pursuant to the provisions of Section 134 of the Companies Act, 2013, the Board of Directors to the best of their knowledge and ability, confirm that-

- (i) in the preparation of the Annual Accounts for the year ended 31<sup>st</sup> March, 2024, the applicable accounting standards have been followed and no material departures have been made for the same;
- (ii) appropriate accounting policies have been selected and applied them consistently and judgments and estimates have been made 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 31<sup>st</sup> March, 2024 and of the profit and loss of the Company for that period;
- (iii) proper and sufficient care have been taken for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a "going concern" basis;

- (v) the internal financial controls laid down are properly followed and are adequate and operating effectively;
- (vi) the proper systems to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and operating effectively.

**11. SHARE CAPITAL:-**

During the year under review, the Authorized Share Capital of the Company of Rs. 7,50,00,000/- (Rupees Seven Crore Fifty Lakhs only) divided into 75,00,000 equity shares of 10/- each and the Paid-up Capital of the Company of Rs. 5,60,17,100/- (Rupees Five Crore Sixty Lakhs Seventeen Thousand One Hundred Only) divided into 56,01,710 equity shares of 10/- each continued to be the same and accordingly, there was no change in the Share Capital.

**12. DISCLOSURE REGARDING ISSUE OF EQUITY SHARES:-**

**(i) SWEAT EQUITY SHARES:**

During the year, the Company has not issued Sweat Equity Shares. Hence, details as per Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014 are not required to reported.

**(ii) EMPLOYEE STOCK OPTIONS:**

The Company has not issued any Employee Stock Options during the year. Hence, details as per Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 are not required to reported.

**(iii) EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS:**

The Company has not issued any Equity Shares with Differential Rights as to the Dividend or Vote during the year. Hence, details as per Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 are not required to reported.

**13. VOLUNTARY REVISION OF FINANCIAL STATEMENTS OR BOARD'S REPORT:-**

Since the Company has not made any voluntary revision of Financial Statements or Board's Report during the year under review, detailed reasons for the same pursuant to the proviso to Section 131 of the Act are not required to reported.

**14. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND [IEPF]:-**

During the year under review, there was no unpaid/unclaimed amount to be transferred to Investor Education & Protection Fund (IEPF) pursuant to provisions of Section 125 of the Act.

**15. RELATED PARTY TRANSACTIONS:-**

Your Board endeavors that all contracts/arrangements/transactions entered into by the Company during the financial year with related parties are in the ordinary course of business and on an arm's length basis only.

During the year under review, all the transactions with related parties were placed before the Audit Committee for its approval. All the transactions with related parties entered into during the year under review were at an arm's length basis and in the ordinary course of business and in accordance with the provisions of the Act and the rules made thereunder.

The particulars of Contracts/arrangements with related parties as referred in Section 188 of the Act in the prescribed form AOC-2 forms part of this Report.

**16. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:-**

Details of Loans, Guarantees and Investments made by the Company pursuant to the provisions of Section 186 of the Companies Act, 2013 are provided in the notes to the Financial Statements.

**17. RATIO OF DIRECTORS' REMUNERATION TO MEDIAN EMPLOYEES' REMUNERATION AND OTHER DISCLOSURES:-**

The information required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report.

During the year, none of the employees received remuneration in excess of the prescribed limit in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore, there is no information to disclose in terms of the provisions of the Companies Act, 2013.

**18. AUDITORS AND AUDITORS REPORT:-**

**(A) STATUTORY AUDITORS:-**

The Company at its 35<sup>th</sup> AGM held on 30<sup>th</sup> September, 2022 appointed M/s. CNK & Associates LLP, Chartered Accountants, Vadodara, as Statutory Auditors of the Company for a second term of 5 consecutive years commencing from the conclusion of 35<sup>th</sup> AGM until the conclusion of 40<sup>th</sup> AGM of the Company to be held in 2027.

The Auditors have issued an unmodified opinion on the Financial Statements for the financial year ended 31<sup>st</sup> March, 2024. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments. The said Auditors' Report for the financial year ended 31<sup>st</sup> March, 2024 on the financial statements of the Company forms part of this Annual Report.

**(B) INTERNAL AUDITORS:-**

M/s. K R & Associates, Chartered Accountants, Vadodara, have been appointed as Internal Auditors of the Company in terms of Section 138 of the Companies Act, 2013 and rules and regulations, made thereunder, for the Financial Year 2024-25 by the Board of Directors, upon recommendation of the Audit Committee.

**(C) SECRETARIAL AUDITORS:-**

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Devesh Pathak & Associates, Practising Company Secretaries, Vadodara, were appointed as the Secretarial Auditors of the Company for the F.Y. 2024-25, for auditing secretarial and related records of the Company.

The Secretarial Audit Report in form MR-3 for the Financial Year 2023-24 is annexed to this Report.

**(D) COST AUDITORS:-**

The Company is neither required to maintain Cost Records nor required to appoint Cost Auditor as specified by the Central Government under Section 148(1) of the Act and rules framed thereunder.

**19. EXPLANATION(S) / COMMENT(S) ON QUALIFICATION(S) / RESERVATION(S) / ADVERSE REMARKS / DISCLAIMER BY THE AUDITORS IN THEIR REPORT:-**

There was neither any qualification / reservation / adverse remarks nor any disclaimer either in the Report of Statutory Auditors or Secretarial Auditors in their draft report and accordingly, no explanation/comment of the Board is required.

**20. REPORTING OF FRAUDS:-**

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Act and rules framed thereunder either to the Company or to the Central Government.

**21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:-**

The information on Conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo, as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is as follows:

**(A) CONSERVATION OF ENERGY:**

- Installation of Solar Photo Voltic system helps in conservation of energy. This will also help in minimizing Electricity Expenses.
- Regular steps have been taken to improve energy consumption by using LED lights in office premises.

**(B) TECHNOLOGY ABSORPTION:**

- Since the Company has not imported technology, the Company has no information to offer in respect of Technology absorption.

**(C) FOREIGN EXCHANGE EARNING AND OUTGO:**

- During the year under review, actual inflow and actual outflow of foreign exchange was Rs. 1,68,98,599/- and Rs. 2,69,32,622/- respectively.

**22. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:-**

The Company has an adequate system of internal controls in place, commensurate with the size and nature of its business. These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, protecting assets from unauthorized use or losses, compliance with regulations.

The Audit Committee regularly reviews the audit plans, significant audit findings, adequacy of internal controls, compliance with Accounting Standards as well as reasons for changes in accounting policies and practices, if any.

**23. CORPORATE SOCIAL RESPONSIBILITY [CSR]:-**

Since the Company does not fall in any of the criteria mentioned in Section 135(1) of the Act, provisions of Section 135 of the Act and Rules framed thereunder relating to Corporate Social Responsibility are not applicable to the Company. Hence, no details in this regard have been furnished.

**24. AUDIT COMMITTEE:-**

The composition of the Audit Committee is in line with the provisions of Section 177 of the Act read with Regulation 18 of the Listing Regulations. The Chairman of the Audit Committee is an Independent Director. The Audit Committee of the Board provides reassurance to the Board on the existence of an effective internal control environment that ensures the efficiency and effectiveness of the operations of the Company and safeguarding of assets and adequacy of provisions for all liabilities. Further details on the Audit Committee and its terms of reference etc. have been furnished in Corporate Governance Report.

**25. NOMINATION AND REMUNERATION COMMITTEE:-**

The composition of the Nomination and Remuneration Committee (NRC) is in line with the Section 178 of the Act read with Regulation 19 of the Listing Regulations. The Committee determines overall Company's Policy on remuneration packages and other terms and conditions of the appointment of the Executive Directors and Senior Management of the Company as well as sitting fees to the Non-Executive Directors of the Company and also to approve payment of remuneration to Managing Director and Whole Time Directors as decided by the Members of the Company and recommends to the Board of Directors for their consideration and approval. The Committee has developed criteria for determining the qualification, positive attributes and independence of Directors and for making payments to Executive and Non- Executive Directors. The details of meetings and their attendance are included in the Corporate Governance Report. The remuneration policy of the Company can also be seen at the website of the Company i.e. [www.polymechplast.com](http://www.polymechplast.com).

**26. STAKEHOLDERS RELATIONSHIP COMMITTEE:-**

The composition of the Stakeholders' Relationship Committee (SRC) is in line with the Section 178 of the Act and Regulation 20 of the Listing Regulations. The Committee looks after the Investors' Grievances arising out of issues regarding share transfers, dividends, dematerialization and related matters, evaluating performance and service standards of the Registrar and Share Transfer Agent and takes requisite action(s) to redress the same. The details of meetings and their attendance are included in Corporate Governance Report.

**27. VIGIL MECHANISM (WHISTLE BLOWER POLICY):-**

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for Employees including Directors of the Company to report genuine concerns and unethical behavior directly to the Chairperson of the Audit Committee. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and as per the Listing Regulations.

The Vigil Mechanism/Whistle Blower Policy is available on the Company's website [www.polymechplast.com](http://www.polymechplast.com). During the year under review, there were no instances of whistle blowers.

**28. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:-**

As per requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Internal Complaint Committee is in place and the Company has already maintained an internal policy to prevent women's harassment at work and covered all employees so they could directly make complaints to the management or Board of Directors if such situation arises. Further, the Company ensures that there is a healthy and safe atmosphere for every women employee at the workplace.

The Management and Board of Directors together with confirm a total number of complaints received and resolved during the year is as follows:

- No. of Complaints received : NIL
- No. of Complaints disposed : NIL

**29. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:-**

Pursuant to the provisions of Regulation 34 of the Listing Regulations, the Management's Discussion and Analysis Report capturing your Company's performance, industry trends and other material changes with respect to your Company forms part of this Report.

**30. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE BOARD REPORT:-**

The Search was conducted by GST Department on 6<sup>th</sup> August, 2024. As of now, the Company has not received any show cause notice/interim order. Hence, the Company is neither aware of any violation, if any nor its consequent financial impact. However, the operations of the Company has continued in due course."

**31. STATEMENT OF COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS:-**

In terms of clauses of Revised SS-1 (Revised Secretarial Standards on Meetings of Board of Directors effective from 01.10.2017), your Directors state that the Company has been compliant of applicable Secretarial Standards during the year under review.

**32. RISK MANAGEMENT:-**

In today's economic environment, Risk management is a very important and integral part of the Company's strategy and for the achievement of our long-term goals. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for

the business. The Directors of the Company take pro-active steps to minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

Your Company's risk management is embedded in the business processes. Your company has identified the certain risk like price risk, uncertain global economic environment, human resource, competition, compliance and industrial health and safety risk and also planned to manage such risk by leveraging on their expertise and experience. Every step has taken to adhere to the risk evaluation and reduction before every crucial business decisions.

However, the Company is not required to constitute Risk Management Committee under Regulation 21 of the Listing Regulations.

**33. CHANGE IN THE NATURE OF BUSINESS:-**

There was no change in the nature of the business of the Company during the year.

**34. INSURANCE:-**

Your Company has taken appropriate insurance for all assets against foreseeable perils.

**35. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:-**

During the year under review, no significant or material orders were passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its operations in future.

**36. JOINT VENTURES, SUBSIDIARIES AND ASSOCIATES:-**

Your Company has 2 (Two) Associate Companies as on 31<sup>st</sup> March, 2024 namely-

- (i) TBC-GoldCoin Private Limited (CIN: U28230GJ2023PTC143514) and
- (ii) Pramukh Medical Devices Private Limited (CIN: U33309GJ2020PTC116373).

Pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules 2014, a statement containing salient features of the financial statements of the Company's Associate Company in form AOC-1 forms part of this Report.

Your Company does not have any Joint Venture or Subsidiary Company as on 31<sup>st</sup> March, 2024.

**37. CREDIT RATING:-**

No Credit Rating has been done by the Company during the year.

**38. EXTRACT OF ANNUAL RETURN:-**

Pursuant to the provisions of Section 92 and 134 of the Act read with the Companies (Management and Administration) Rules, 2014, the Annual Return of your Company for the financial year ended on 31<sup>st</sup> March, 2024 is available on the Company's website [www.polymechplast.com](http://www.polymechplast.com).

**39. CEO / CFO CERTIFICATION:-**

In terms of Regulation 17(8) of the Listing Regulations, the Compliance Certificate duly certified by Chief Executive Officer (CEO) and Chief Financial Officer (CFO) reporting the accuracy of the Financial Statements and adequacy of Internal Control Systems for financial year ended 31<sup>st</sup> March, 2024 forms the part of Corporate Governance Report.

**40. DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT:**

The Code of Conduct of the Company aims at ensuring consistent standards of conduct and ethical business practices across the Company. All the Board Members and Senior Management Personnel have affirmed compliance with the Code on annual basis. In this regard certificate from Managing

Director as required under Schedule V of the Listing Regulations, 2015 has been received by the Board, forms the part of Corporate Governance Report.

**41. DISCLOSURE REGARDING PROCEEDINGS UNDER INSOLVENCY AND BANKRUPTCY CODE (IBC), 2016:-**

During the year under review, your Company has neither made any Application nor are any Proceedings pending under the Insolvency and Bankruptcy Code (IBC), 2016.

**42. DISCLOSURE ABOUT THE DIFFERENCE BETWEEN THE AMOUNTS OF THE VALUATION EXECUTED AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:-**

During the year under review, your Company was not required to do any Valuation while taking Loan from the Banks or Financial Institution.

**43. ACKNOWLEDGEMENT:-**

Your Directors would like to express their gratitude to the esteemed Shareholders for their trust and confidence in the Management of the Company. They would also like to place on record their sincere appreciation for the continued co-operation, guidance, support, and assistance extended by Bankers, Customers, Suppliers, Local Authorities, Business Associates, Auditors, Consultants, Financial Institutions, Government and Non-Government Agencies, and various other Stakeholders.

The Directors appreciate and value the contribution made by every Members of the Company. Your Directors also wish to place on record their appreciation for the committed services by the Executives, Staff and Employees of the Company.

For and on behalf of the Board  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**MAHENDRABHAI BHUVA**  
Chairman & Managing Director  
DIN: 00054562

Sd/-  
**HIMMATLAL BHUVA**  
Whole Time Director  
DIN: 00054580

Place: Vadodara  
Date: 12-08-2024

**Form AOC-1**

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

Statement containing salient features of the financial statement of Subsidiaries or Associate Companies or Joint Ventures

Sr. No.	Name of Associates <del>or Joint Ventures</del>	TBC-Goldcoin Pvt. Ltd. (CIN: U28230GJ2023 PTC143514 (Associate Company)	Pramukh Medical Devices Pvt. Ltd. (CIN: U33309GJ2020 PTC116373) (Associate Company)
1.	Latest Audited Balance Sheet Date	31/03/2024	31/03/2024
2.	Date on which the Associate <del>or Joint Venture</del> was associated or acquired	06/06/2023	10/09/2020
3.	Shares of Associate <del>or Joint Ventures</del> held by the Company on the year end		
	- No. of Shares	7,20,000	60,000
	- Amount of Investment in Associates <del>or Joint Venture</del>	Rs. 72,00,000/-	Rs. 6,00,000/-
	- Extent of Holding (in percentage)	45.00%	40.00%
4.	Description of how there is significant influence	Voting Power	Voting Power
5.	Reason why the associate/ <del>joint venture</del> is not consolidated	Consolidated	Not Applicable
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	Rs. 60,84,450/-	NIL
7.	Profit/(Loss) for the year		
	i. Considered in Consolidation	Rs. (11,15,590/-)	Rs. (1,76,262/-)
	ii. Not Considered in Consolidation	-	-

**Notes:** The following information shall be furnished at the end of the statement:

- Names of Associates or Joint Venture which are yet to commence operations: NIL
- Names of Associates or Joint Venture which have been liquidated or sold during the year: NIL

For and on behalf of the Board

**POLYMECHPLAST MACHINES LIMITED**

Sd/-

**MAHENDRABHAI BHUVA**

Chairman & Managing Director

DIN: 00054562

Sd/-

**HIMMATLAL BHUVA**

Whole Time Director

DIN: 00054580

Place: Vadodara

Date: 12-08-2024



**Form AOC - 2**

**Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

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

**1. Details of contracts or arrangements or transactions Not at arm's length basis:**

There were no contracts / arrangements / transactions entered into, during the financial year 2023-24, which are not at arm's length basis.

**2. Details of Material contracts or arrangements or transactions at arm's length basis:**

There were no material contracts / arrangements / transactions entered into, during the financial year 2023-24.

**3. Details of Other contracts or arrangements or transactions at arm's length basis:**

Sr. No.	Particulars	Details		
a.	Name(s) of the Related Party	Plastomech Equipments Private Limited	TBC-Goldcoin Private Limited	Pramukh Medical Devices Private Limited
b.	Nature of Relationship with Related Party	Mr. Himmatlal Bhuva is a Common Director	Associate Company	Associate Company
c.	Nature of contracts / arrangements / transactions	Sale, Purchase, Availing or rendering of any services	Sale, Purchase, Loans, Interest, Remuneration / Professional Charges, Rentals, Reimbursement of Expenses	Sale, Purchase, Availing or rendering of any services
d.	Duration of the contracts / arrangements / transactions	Open Ended	Open Ended	Open Ended
e.	Salient terms of the contracts or arrangements or transactions including the value, if any	Computer Expense	<ul style="list-style-type: none"> <li>• Investment</li> <li>• Rent Income</li> <li>• Sale of Goods</li> <li>• Reimbursement of Expenses</li> </ul>	Impairment of Investment
f.	Date of approval by the Board	29-05-2015	08-02-2024	11-02-2021
g.	Amount paid as advances, if any	Nil	Nil	Nil

For and on behalf of the Board  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**MAHENDRABHAI BHUVA**  
Chairman & Managing Director  
DIN: 00054562

Sd/-  
**HIMMATLAL BHUVA**  
Whole Time Director  
DIN: 00054580

Place: Vadodara  
Date: 12-08-2024

**Details 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**

- (i) The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2023-24:-

Sr. No.	Name of Directors / KMP	Designation	Remuneration of Director / KMP for the F.Y. 2023-24 (Rs. In Lakhs)	Ratio of remuneration of each Director to median remuneration of Employees	% increase in remuneration in the F.Y. 2023-24
1.	Mahendrabhai Bhuva	Chairman & Managing Director	42.02	17.94	NIL
2.	Himmatlal Bhuva	Whole Time Director	42.02	17.94	NIL
3.	Sitaram Lokhande*	Chief Executive Officer	5.75	2.45	N.A.
4.	Dinesh Punjabi	Chief Financial Officer	6.46	2.76	1.53
5.	Gauri Bapat	Company Secretary & Compliance Officer	7.51	3.21	2.55

**Note:**

\* Mr. Sitaram Lokhande has been appointed as Chief Executive Officer of the Company w.e.f. 8<sup>th</sup> February, 2024.

- The median is calculated on gross annual salary of the Employee.
- The Independent Directors of the Company are entitled to sitting fees as per the statutory provisions and the limits approved by the Board of Directors of the Company. Hence, the name is not included in the list above.

- (ii) the percentage increase in the median remuneration of employees in the financial year is 21.34%.
- (iii) the Company has 122 permanent Employees on the rolls of Company as on 31<sup>st</sup> March, 2024.
- (iv) average percentile increase 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 point out if there are any exceptional circumstances for increase in the managerial remuneration:-
- Average increase in remuneration of Employees excluding KMPs: (7.26%)
  - Average increase in remuneration of KMPs: 44.34%
- (v) We affirm that the remuneration paid to the Directors and Key Managerial Personnel is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**MAHENDRABHAI BHUVA**  
Chairman & Managing Director  
DIN: 00054562

Sd/-  
**HIMMATLAL BHUVA**  
Whole Time Director  
DIN: 00054580

Place: Vadodara  
Date: 12-08-2024

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

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

To,  
The Members,  
**POLYMECHPLAST MACHINES LIMITED**  
“Gold Coin House”,  
776, G.I.D.C. Makarpura,  
Vadodara-390010, Gujarat

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our verification of the POLYMECHPLAST MACHINES LIMITED's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter the Companies Act, 2013 (the Act') and the rules made thereunder;

We have examined the books, papers, minutes' books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 [Presently: The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015];
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 [Presently: The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018];
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 [Presently: Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021];
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [Presently: Securities and Exchange Board of India (Issue and Listing of Non-Convertible securities) Regulations, 2021];
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 [Presently: Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021];
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; [Presently: The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018]
- (vi) Having regard to the products and processes of the Company as also having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof **on test check basis, we further report that** the Company has complied with the following laws applicable specifically to the Company:
- (a) The Factories Act, 1948
  - (b) The Payment of Wages Act, 1936
  - (c) The Minimum Wages Act, 1948
  - (d) The Employees State Insurance Act, 1948
  - (e) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952
  - (f) The Payment of Bonus Act, 1965
  - (g) The Payment of Gratuity Act, 1972
  - (h) The Contract Labour (Regulation and Abolition) Act, 1970
  - (i) The Apprentices Act, 1961
  - (j) The Gujarat Labour Welfare Fund Act, 1953
  - (k) The Gujarat State Tax on Professions, trades, Callings and Employments Act, 1976
  - (l) Sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

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 Agreement entered into by the Company with BSE Ltd. including Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR').

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**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.

**We further report (by way of information) that** during the audit period,

- (a) The Company has not issued any securities during the period under review and accordingly
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
  - The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
  - The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021

were not applicable during the audit period.

- (b) The Company has neither got delisted nor bought back any security of the Company and accordingly
- Securities and Exchange Board of India (Delisting of Equity shares), Regulations, 2021, and
  - Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 were not applicable.
- (c) The Members of the Company at their 36<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2023
- declared final dividend for the year ended on 31<sup>st</sup> March, 2023 at the rate of 10% i.e. Rs. 1 per share by way of Ordinary Resolution.
  - Approved appointment of Mrs. Asmani Surve (DIN: 10277624) as an Independent Woman Director with effect from 11<sup>th</sup> August 2023 for the period of 5 years by way of Special Resolution
  - Approved reappointment of Mr. Himmatlal P. Bhuvra (DIN: 00054580) as an Executive Director of the Company for the terms of three years with effect from 1<sup>st</sup> October, 2022 by way of Special Resolution.
- (d) Since the net worth of the Company exceeded Rs. 25 crores for the financial year ended 31<sup>st</sup> March, 2023, corporate governance provisions were applicable to the Company for the financial year 2023-24 in terms of Regulation 15(2) of LODR.

Date: 12<sup>th</sup> August, 2024  
Place: Vadodara

For **Devesh Pathak & Associates**  
Practising Company Secretaries

**CS Devesh A. Pathak**  
Founder  
FCS4559  
CoP No.: 2306  
PR: 1412/2021  
Firm Regn. No.: S2018GJ621500  
UDIN: F004559F000952077

**Note:** This report is to be read with our letter of even date which is enclosed as forming integral part of this report.

12<sup>th</sup> August, 2024

To,  
The Members,  
**POLYMECHPLAST MACHINES LIMITED.**  
“Gold Coin House”,  
776, G.I.D.C. Makarpura,  
Vadodara-390010, Gujarat

**Ref: Secretarial Audit Report dated 12th August, 2024 pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

1. Maintenance of secretarial records is the responsibility of 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 the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and the practices we followed provided reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of Accounts of the Company and have relied upon the Audited Financial Statement and Management Representation provided by the Company on the matter.
4. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards, is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
5. 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 Devesh Pathak & Associates**  
Practising Company Secretaries

**CS Devesh A. Pathak**  
Proprietor  
FCS No.4559  
CP No.:2306  
PR: 1412/2021  
Firm Regn. No.: S2018GJ621500

## **Corporate Governance Report**

Corporate Governance is a set of standards which aims to improve the Company's image, efficiency and effectiveness. It is the road map, which guides and directs the Board of Directors of the Company to govern the affairs of the Company in a manner most beneficial to all the Shareholders, the Creditors, the Government and the Society at large.

### **(1) Company's philosophy on Corporate Governance**

Corporate Governance is an ethically driven business process that is committed to values and conduct aimed at enhancing an organisation's wealth generating capacity. This is ensured by taking ethical business decisions and conducting the business with a firm commitment to values, while meeting stakeholders' expectations. Good governance practices stem from the culture and mindset of the organisation and at Polymech, we are committed to meet the aspirations of all our stakeholders as we believe in adopting best corporate practices for ethical conduct of business. It is well recognised that an effective Board of Directors is a pre-requisite for strong and effective Corporate Governance. Our Board and Committees thereof are formed as per the prevailing regulatory requirements, which oversees how the Management serves and protects the long-term interests of all our Stakeholders.

Corporate Governance is more than a set of processes and compliances at Polymech. It underlines the role that we see for ourselves for today, tomorrow and beyond. The Company has laid out guiding principles and communicated through its code of conduct, which is subject to regular audits to ensure controls and compliances are maintained at a high standard. Polymech's philosophy is thus concerned with the ethics, values and morals of the Company and its directors, who act in the best interests of the Company and remain accountable to the stakeholders at large.

The Company strongly believes that having a robust governance structure is the stepping stone for every milestone ahead. The Company further asserts that good Corporate Governance fosters long-term corporate goals and enhances stakeholders' value. The Company has always been committed to the Code of Conduct ('CoC') that enunciates and imbibes principles, values and ideals guiding and governing the conduct of the Company as well as its employees in all matters relating to business. The Company's overall governance framework, systems and processes reflect and support its Mission, Vision and Values and also guide the Company on its journey towards continued success.

### **(2) Board of Directors**

The Company recognizes the importance of a diverse Board in its success. The Board is entrusted with the ultimate responsibility of management, direction and performance of the Company and has been vested with the requisite powers, authorities and duties. The Board plays a crucial role in overseeing how the management serves the short and long-term interests of the stakeholders. The Company's Board is an ideal mix of knowledge, perspective, professionalism, divergent thinking and experience. The Board's uniqueness lies in the fact that it balances several deliverables, achieves sound corporate governance objectives and acts as a catalyst in creation of stakeholder value.

#### **I. Composition of the Board**

The Board comprises of 5 Directors as on 31<sup>st</sup> March, 2024. The names and categories of Directors, the number of Directorships and Committee positions held by them in other Companies are given below. None of the Directors of the Company is appointed as Director (including Independent Director) in more than 7 listed entities and none of the Executive Directors is an Independent Director in more than 3 listed companies [Regulation 17A of the Listing Regulations]. None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees across all the listed entities in accordance with Regulation 26(1) of the Listing Regulations.

The details of each Director of the Board and their shareholding as on 31<sup>st</sup> March, 2024 is given below:

<b>Name</b>	<b>DIN</b>	<b>Category</b>	<b>Number of Equity shares held as at 31<sup>st</sup> March, 2024</b>
Mr. Mahendrabhai Ravjibhai Bhuva	00054562	Chairman & Managing Director	648742

Mr. Himmatlal Parshottambhai Bhuva	00054580	Whole Time Director	377650
Mrs. Hemangini Devesh Pathak@	00054624	Independent Director	200
Mr. Ashokkumar Natwarlal Shah	06977676	Independent Director	2050
Mrs. Asmani Ailush Surve	10277624	Independent Director	NIL

@ The Board of Directors at its Meeting held on 27<sup>th</sup> May, 2024 took note of Cessation of Mrs. Hemangini Devesh Pathak (DIN: 00054624) as a Director of the Company in view of Completion of her term as an Independent Director of the Company w.e.f. 28<sup>th</sup> May, 2024.

## II. Attendance of the Directors at Meetings and their Memberships in other Board & Committees

The Company adheres to the provisions of the Act, Secretarial Standards and the Listing Regulations with respect to convening and holding the meetings of the Board and its Committees. The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the meeting with the approval of the Board. This ensures timely and informed decisions by the Board. The Board reviews the performance of the Company vis-à-vis the budgets/ targets presented to them.

During the F.Y. 2023-24, Nine (9) Board meetings were held in compliance with the various provisions of the Companies Act, 2013 ('the Act') / the Listing Regulations and the interval between two meetings was well within the maximum period mentioned under the Act and the Listing Regulations. The necessary quorum was present for all the meetings.

Attendance of each of the Director at the Board Meetings and the last AGM held during the F.Y. 2023-24 and the number of Directorships and Committee Memberships/Chairpersonships held by them in other companies as on 31<sup>st</sup> March, 2024 are as given below:

Name of Directors	No. of Board Meetings attended during F.Y. 2023-24	Whether last AGM attended	No. of Directorships in other Listed Companies	No. of Committee positions held in other Companies*	
				Chairperson	Member
Mr. Mahendrabhai Ravjibhai Bhuva	9 out of 9	Yes	-	-	-
Mr. Himmatlal Parshottambhai Bhuva	9 out of 9	Yes	-	-	-
Mrs. Hemangini Devesh Pathak@	9 out of 9	Yes	-	-	-
Mr. Ashokkumar Natwarlal Shah	9 out of 9	Yes	-	-	-
Mrs. Asmani Ailush Surve#	6 out of 9	Yes	-	-	-

\* Includes only Membership/Chairmanship of Audit Committee and Stakeholders' Relationship Committee.

# Mrs. Asmani Ailush Surve has been appointed as an Independent Director w.e.f. 11<sup>th</sup> August, 2023.

@ The Board of Directors at its Meeting held on 27<sup>th</sup> May, 2024 took note of Cessation of Mrs. Hemangini Devesh Pathak (DIN: 00054624) as a Director of the Company in view of Completion of her term as an Independent Director of the Company w.e.f. 28<sup>th</sup> May, 2024.

## III. Meetings of the Board

The Board meets at least once a Quarter to review the quarterly results and strategy apart from other items on the agenda. Additional Meetings are held whenever necessary. The Notices of Board/Committee Meetings are given in advance to all the Directors.



The Board periodically reviews compliance reports of all laws applicable to the Company based on the recommendation of the Committees of the Company.

The intervening period between two Board Meetings was within the maximum gap of one hundred twenty (120) days prescribed under the Act & the Listing Regulations.

Nine (9) Board Meetings were held during the F.Y. ended March 31, 2024, as follows:

1.	22 <sup>nd</sup> April, 2023	2.	20 <sup>th</sup> May, 2023	3.	12 <sup>th</sup> July, 2023
4.	11 <sup>th</sup> August, 2023	5.	21 <sup>st</sup> September, 2023	6.	6 <sup>th</sup> November, 2023
7.	20 <sup>th</sup> December, 2023	8.	8 <sup>th</sup> February, 2024	9.	28 <sup>th</sup> March, 2024

Requisite quorum was present at the above Meetings. Your Company did not have any pecuniary relationship or transactions with any of the Non-Executive Directors of your Company during the F.Y. ended March 31, 2024, except for payment of the sitting fees paid to the Independent Directors.

#### **IV. Remuneration to Directors**

##### **➤ Remuneration Policy:**

As per the remuneration policy, the remuneration paid to Executive Directors is recommended by the NRC and approved by the Board, subject to subsequent approval by shareholders at the general meeting and such other authorities, as the case may be. The terms and conditions of the employment of Executive Directors are governed by the shareholders' approval taken in that regard, wherein all the details are provided in the explanatory statement. The remuneration is arrived at after considering various factors such as qualification, experience, expertise, prevailing remuneration in the industry and the financial position of the Company.

The remuneration paid to Executive Directors is commensurate to their respective roles and responsibilities. Remuneration paid to Directors, subject to limits prescribed under Part II of Schedule V to the Companies Act, 2013, generally consists of fixed salary, perquisites, allowances and retiral benefits as decided by the NRC and such other benefits in accordance with market practices.

The Non-Executive Directors of the Company are paid sitting fees for attending each meeting of the Board, Committees thereof and any other meetings of the Directors. While deciding the remuneration, various factors such as Director's participation in Board and Committee meetings during the year, other responsibilities undertaken, such as Membership or Chairmanship of Committees, etc. are taken into consideration.

Non-Executive Directors do not have any other pecuniary relationship with the Company except as stated above.

##### **➤ Remuneration paid/payable to Executive Directors and Sitting Fees paid to Non-Executive Directors for the year ended 31<sup>st</sup> March, 2024:**

The remuneration paid/payable to the Executive Directors and Non-Executive Directors of the Company during the F.Y. 2023-24 is as follows:

<b>Name of Directors</b>	<b>Designation</b>	<b>Remuneration (Amt. in Rs.)</b>	<b>Sitting Fees (Amt. in Rs.) (For Board Meetings and Audit Committee Meetings)</b>
Mr. Mahendrabhai Ravjibhai Bhuva	Chairman & Managing Director	42,02,000/-	-
Mr. Himmatlal Parshottambhai Bhuva	Whole Time Director	42,02,000/-	-
Mrs. Hemangini Devesh Pathak@	Independent Director	-	33,000/-
Mr. Ashokkumar Natwarlal Shah	Independent Director	-	33,000/-
Mrs. Asmani Ailush Surve#	Independent Director	-	23,000/-

@ The Board of Directors at its Meeting held on 27<sup>th</sup> May, 2024 took note of Cessation of Mrs. Hemangini Devesh Pathak (DIN: 00054624) as a Director of the Company in view of Completion of her term as an Independent Director of the Company w.e.f. 28<sup>th</sup> May, 2024.

# Mrs. Asmani Ailush Surve has been appointed as an Independent Director w.e.f. 11<sup>th</sup> August, 2023.

#### V. Annual Evaluation of the Board, its Committees and Individual Directors

A formal evaluation of the performance of the Board, its Committees, the Chairman and the individual Directors was carried out for F.Y. 2023-24.

As part of the evaluation process, the performance of Non-Independent Directors, the Chairman and the Board was conducted by the Independent Directors. The performance evaluation of the respective Committees and that of Independent and Non-Independent Directors was done by the Board excluding the Director being evaluated.

#### VI. Skill matrix for the Board of Directors

The composition of the Board reflect an optimal blend of professionalism, knowledge, independence and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business to ensure that the same is closely aligned with the strategy and long- term needs of the Company.

The Board provides leadership, strategic guidance, objective and an independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure. In terms of the Listing Regulations, the following skills, expertise and competencies have been identified by the Board as required in the context of its business and sector for it to function effectively:

Key Board Qualifications	Board Members				
	Mahendrabh ai Bhuva	Himmatlal Bhuva	Ashokk umar Shah	Hemangini Pathak	Asmani Surve
	Chairman & Managing Director	Whole Time Director	Independent Directors		
Technical skill in Plastics Engineering with specialized expertise in Plastics Moulding technology	✓	✓	-	-	-
Deep understanding of various facets of raw materials required for best quality of plastics	✓	✓	-	-	-
Financial Acumen	✓	✓	✓	✓	✓
Healthcare Industry knowhow	✓	✓	✓	✓	✓
Strategic Planning	✓	✓	✓	✓	✓
Visionary Leadership	✓	✓	✓	✓	✓
Industry Experience, Research & Development and Innovation	✓	✓	✓	✓	✓
Financial, Regulatory, Legal & Risk Management	✓	✓	✓	✓	✓
Policy Development	✓	✓	✓	✓	✓
Marketing	✓	✓	-	-	-
Integrity and ethical standards	✓	✓	✓	✓	✓
Interpersonal Relationships	✓	✓	✓	✓	✓
Creative and Logical Approach	✓	✓	✓	✓	✓
Strong Client Relationship	✓	✓	N.A.	N.A.	N.A.
Understanding of multi-faceted business operations	✓	✓	✓	✓	✓

➤ **Confirmation with regards to Independent Directors**

In the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations 2015 and are independent of the management.

➤ **Resignation of Independent Directors, if any.**

There were no instances of Resignation of Independent Directors during the financial year 2023-24.

**VII. Compliance Certificate**

In terms of Regulation 17(8) of Listing Regulations, the Chief Executive Officer and Chief Financial Officer of the Company have certified to the Board regarding the Financial Statements for the year ended March 31, 2024 forming part of this Report as Annexure I.

**VIII. Code of Conduct**

The Company has formulated comprehensive Code of Conduct ('Code') for Board and Senior Management Personnel of the Company which is available on the website of the Company at [www.polymechplast.com](http://www.polymechplast.com).

The Company has received affirmations from the Board and Senior Management Personnel confirming their compliance with the said Code for F.Y. 2023-24. An annual declaration signed by the Chairman & Managing Director to this effect forms part of this Report as Annexure II.

**IX. Director seeking re-appointment**

In accordance with the Section 152 of Companies Act, 2013, one-third of the Retiring (Executive Directors) Directors retires by rotation and, if eligible, offers for re-election at the Annual General Meeting of Shareholders. Accordingly, Mr. Himmatlal Bhuvu retires in the ensuing AGM and being eligible offers himself for re-appointment. Nomination & Remuneration Committee ('NRC') as well as the Board have recommended his appointment as Director liable to retire by rotation at the 37<sup>th</sup> AGM.

Based on the recommendations of the NRC, the Board of Directors at its Meeting held on 27<sup>th</sup> May, 2024 had re-appointed Mr. Mahendrabhai Bhuvu (DIN: 00054562) as Managing Director of the Company for a period of 3 years commencing from 1<sup>st</sup> June, 2024 to 31<sup>st</sup> May, 2027. His re-appointment and remuneration payable to him are subject to the approval of the Members at the ensuing AGM.

**X. Independent Directors**

The Code of Conduct for Independent Directors is disclosed on the Company's website at the [www.polymechplast.com](http://www.polymechplast.com).

The Company has received declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

**Independent Directors' Meeting:-**

As stipulated by the Code of Independent Directors under Schedule IV of the Act and SEBI Listing Regulations, the Independent Directors of your Company met on 6<sup>th</sup> November, 2023 without the presence of Non-Independent/Executive Directors and Members of the management. At this meeting, the Independent Directors inter alia reviewed the performance of the Non-Independent Directors and the Board of Directors as a whole, performance of the Chairman of your Board and assessed the quality quantity and timeliness of flow of information between the Management and the Board of Directors.

**Familiarization Programme for Independent Directors:-**

Guided by the principles of Corporate Governance of the prevailing regulatory regime, the Company conducts a familiarization programme for Independent Directors from time to time during the Board Meetings in accordance with business & regulatory requirements. The Board Members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize themselves with the Company's procedures and practices.

Periodic presentations are made at the Board and Committee meetings on the business and performance updates of the Company including Finance, sales, ongoing projects, investor activities, regulatory compliances. Detailed presentations on Company's business development activities are made at the Board meetings to keep the Directors abreast of the forthcoming business activities of the Company. Facility visits are arranged for the Directors to have a close view of the operations.

Quarterly updates on relevant statutory, regulatory changes and landmark judicial pronouncements encompassing important laws are also informed to the Directors. Visits to plant locations are organized for the Independent Directors to enable them to understand and get acquainted with the operations of the Company. The Board is regularly facilitated with videos and presentation of the facilities to keep them updated of the various construction activities around all facilities.

The details of such familiarization programmes for the Independent Directors are available on the website of the Company at [www.polymechplast.com](http://www.polymechplast.com).

**(3) Risk Management**

Your Company has a well-defined risk management framework in place. Further, your Company has established procedures to periodically place before the Board, the risk assessment and minimization procedures being followed by the Company and steps taken by it to mitigate these risks.

The Company is not required to constitute Risk Management Committee in terms of Regulation 21 of the Listing Regulations.

**(4) Senior Management**

Pursuant to the provisions of Regulation 34, read with Schedule V, of the Listing Regulations, as amended, the Senior Management Personnel of the Company as on 31<sup>st</sup> March, 2024 are:

<b>Sr. No.</b>	<b>Name of Senior Management Personnel</b>	<b>Designation</b>
1	Mr. Mahendrabhai Bhuva	Chairman & Managing Director
2	Mr. Himmatlal Bhuva	Whole Time Director
3	Mr. Sitaram Lokhande@	Chief Executive Officer
4	Mr. Dinesh Punjabi	Chief Financial Officer
5	Mrs. Gauri Bapat*	Company Secretary & Compliance Officer

@ Mr. Sitaram Lokhande have been appointed as Chief Executive Officer of the Company w.e.f. the 8<sup>th</sup> February, 2024.

\* Mrs. Gauri Bapat has resigned from the post of Company Secretary & Compliance Officer w.e.f. 5<sup>th</sup> June, 2024.

**(5) Committees of the Board**

The Committees constituted by the Board focus on specific areas and take informed decisions within the framework designed by the Board. They also provide specific recommendations to the Board on matters in their areas or purview. All decisions and recommendations of the Committees are placed before the Board for information or for approval, as required. To enable better and more focused attention on the affairs of the Company, the Board has delegated particular matters to the Committees of the Board set up for the purpose as under:

- I. Audit Committee
- II. Nomination & Remuneration Committee
- III. Stakeholders Relationship Committee

**AUDIT COMMITTEE :-**

The Audit Committee is constituted in line with the provisions of Regulation 18(1) of the Listing Regulations and Section 177 of the Act. More than two-third (2/3<sup>rd</sup>) of the Members of the Committee, including the Chairman are Independent Directors. The Committee is governed by a Charter, which is in line with the regulatory requirements mandated by the Act and the SEBI Listing Regulations. All the Members of the Audit Committee are financially literate and possess sound knowledge in finance and accounting practices. As on March 31, 2024, the total strength of the Audit Committee is four (4) Members, comprising three (3) Independent Directors and one (1) Executive Director. The Company Secretary and Compliance Officer of your Company, acts as the Secretary to the Committee. The Committee meets at least once a quarter.

The terms of reference of the Audit Committee are as specified in Section 177 of the Act and Regulation 18 read with Part C of Schedule II to the Listing Regulations and such other matters as delegated by the Board of Directors from time to time.

The Company's Audit Committee functions under the Chairmanship of Mr. Ashokkumar Shah. Four Audit Committee meetings were held on 20<sup>th</sup> May, 2023, 11<sup>th</sup> August, 2023, 6<sup>th</sup> November, 2023 & 8<sup>th</sup> February, 2024 during F.Y. 2023-24 in due compliance with the stipulated provisions. The composition and attendance record of members of the Audit Committee is given below:-

Sr. No.	Name of Committee Members	Position Held	No. of Meetings during F.Y. 2023-24	
			Held	Attended
1	Mr. Ashokkumar Natwarlal Shah	Chairman	4	4
2	Mrs. Hemangini Devesh Pathak	Member	4	4
3	Mr. Mahendrabhai Ravjibhai Bhuva	Member	4	4
4	Mrs. Asmani Ailush Surve#	Member	4	3

# Mrs. Asmani Ailush Surve has been appointed as an Independent Director of the Company and Member of Audit Committee w.e.f. 11<sup>th</sup> August, 2023.

The maximum gap between any two meetings of the Audit Committee was less than 120 days.

**NOMINATION & REMUNERATION COMMITTEE :-**

The Nomination & Remuneration (NRC) Committee is constituted in line with the provisions of Regulation 19 of the Listing Regulations read with Section 178 of the Act. The NRC Committee comprises three (3) Non-Executive Directors. The Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

The terms of reference of the NRC Committee are as specified in Section 178 of the Act and Regulation 19 read with Paragraph A of Part D of Schedule II to the Listing Regulations and such other matters as delegated by the Board of Directors from time to time.

Four NRC Committee meetings were held on 20<sup>th</sup> May, 2023, 11<sup>th</sup> August, 2023, 6<sup>th</sup> November, 2023 & 8<sup>th</sup> February, 2024 during F.Y. 2023-24 in due compliance with the stipulated provisions. The composition and attendance record of members of the NRC Committee is given below:-

Sr. No.	Name of Committee Members	Position Held	No. of Meetings during F.Y. 2023-24	
			Held	Attended
1	Mr. Ashokkumar Natwarlal Shah	Chairman	4	4
2	Mrs. Hemangini Devesh Pathak	Member	4	4
3	Mrs. Asmani Ailush Surve#	Member	4	3

# Mrs. Asmani Ailush Surve has been appointed as an Independent Director of the Company and Member of NRC Committee w.e.f. 11<sup>th</sup> August, 2023.

The Company has formulated a Nomination & Remuneration Policy and the same has been uploaded on the website of the Company at [www.polymechplast.com](http://www.polymechplast.com).

NRC Committee other details - Performance Evaluation Criteria for Independent Directors.

The Performance Evaluation Criteria for Independent Directors is determined by the NRC Committee. The Directors other than Independent Directors of your Company evaluate performance of Independent Directors. The evaluation is based on the following criteria as to how an Independent Director:

1. Invests time in understanding the Company and its unique requirements;
2. Brings in external knowledge and perspective to the table for discussions at the meetings;
3. Expresses his/her views on the issues discussed at the Board; and
4. Keeps himself/herself updated on areas and issues that are likely to be discussed in the Board meetings.

**STAKEHOLDER RELATIONSHIP COMMITTEE :-**

The Stakeholder Relationship Committee (SRC) is responsible for the satisfactory redressal of investors' complaints and recommends measures for overall improvement in the quality of investor services. SRC is constituted in accordance with Section 178 (5) of the Act and Regulation 20 of the Listing Regulations.

The SRC comprises of three (3) Non-Executive Directors. The Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee.

The terms of reference of the NRC Committee are as specified in Section 178 of the Act and Regulation 20 read with Paragraph B of Part D of Schedule II to the Listing Regulations and such other matters as delegated by the Board of Directors from time to time.

Four SRC Committee meetings were held on 20<sup>th</sup> May, 2023, 11<sup>th</sup> August, 2023, 6<sup>th</sup> November, 2023 & 8<sup>th</sup> February, 2024 during F.Y. 2023-24 in due compliance with the stipulated provisions. The composition and attendance record of members of the SRC Committee is given below:-

Sr. No.	Name of Committee Members	Position Held	No. of Meetings during F.Y. 2023-24	
			Held	Attended
1	Mr. Ashokkumar Natwarlal Shah	Chairman	4	4
2	Mrs. Hemangini Devesh Pathak	Member	4	4
3	Mrs. Asmani Ailush Surve#	Member	4	3

# Mrs. Asmani Ailush Surve has been appointed as an Independent Director of the Company and Member of SRC Committee w.e.f. 11<sup>th</sup> August, 2023.

Requisite quorum was present at the above meeting. All the recommendations of the SRC made in the F.Y. 2023-24 have been accepted by the Board of Directors.

As a measure of speedy redressal of investor grievances, the Company is registered on SCORES (SEBI Complaints Redress System) platform, a web based centralized grievance redress system set up by SEBI to capture investor complaints against the Company and get end-to-end status update of their grievances. The Company endeavours to redress the grievances of the Investors as soon as it receives the same from the respective forums.

The Company confirms that there were no share transfers lying pending as on date which were received up to 31<sup>st</sup> March, 2024 and all requests for dematerialization and re-materialization of shares as on that date were confirmed into the NSDL / CDSL system within prescribed time.

SRC-other details

1. The number of complaints received and resolved to the satisfaction of Investors during the F.Y. is as under:
  - Opening Balance - NIL
  - Total complaints received during F.Y. - NIL
  - Total complaints resolved - NIL
  - Closing balance - NIL

2. Name, designation and address of Compliance Officer under Regulation 6(1) of the SEBI Listing Regulations:

**Ms. Vaishali Punjabi**

Company Secretary and Compliance Officer

**Polymechplast Machines Limited**

Gold Coin House, 776, G.I.D.C., Makarapura, Vadodara-390010, Gujarat.

Tel: +91-7574063050 | +91-0265-2632210

Email: [cs@polymechplast.com](mailto:cs@polymechplast.com)

**(6) General Body Meetings**

The details of last three Annual General Meetings are as follows:

Financial Year	Location	Date	Time	No. of Special Resolutions passed	Title of Special Resolutions passed
2020-21	34 <sup>th</sup> AGM through Video Conferencing / Other Audio-Visual means (VC/OAVM) at the deemed venue at the Registered Office of the Company	25 <sup>th</sup> September, 2021	11:00 a.m. IST	3	<ol style="list-style-type: none"> <li>To approve the Appointment of Mr. Mahendrabhai Ravjibhai Bhuva as Managing Director (DIN: 00054562).</li> <li>To approve revision in Remuneration payable to Mr. Himmatlal P. Bhuva as an Executive Director (DIN: 00054580).</li> <li>Issuance of Equity Shares upto 8,20,010 Shares to Non-Promoter Category on a Preferential Basis.</li> </ol>
2021-22	35 <sup>th</sup> AGM through Video Conferencing / Other Audio-Visual means (VC/OAVM) at the deemed venue at the Registered Office of the Company	30 <sup>th</sup> September, 2022	11:00 a.m. IST	1	<ol style="list-style-type: none"> <li>To approve contribution to various bonafide and charitable funds etc.</li> </ol>
2022-23	36 <sup>th</sup> AGM through Video Conferencing / Other Audio-Visual means (VC/OAVM) at the deemed venue at the Registered Office of the Company	29 <sup>th</sup> September, 2023	11:00 a.m. IST	2	<ol style="list-style-type: none"> <li>To approve Appointment of Mrs. Asmani Ailush Surve as an Independent Director (DIN: 10277624).</li> <li>To reappoint Mr. Himmatlal P. Bhuva as an Executive Director (DIN: 00054580).</li> </ol>

Details of special resolution passed through postal ballot during the F.Y. 2023-24, person who conducted the postal ballot, details of the voting pattern and procedure of postal ballot: NIL

Whether any special resolution is proposed to be conducted through postal ballot: NO

Details of Extra-Ordinary General Meetings held during the F.Y. 2023-24: NIL

**(7) Means of Communication**

Financial Results	The financial results viz., quarterly/half yearly/annually are sent to the stock exchange and published in newspapers.
Newspapers wherein results are	The Financial Results are normally published in:

normally published	- Chanakya ni Pothi (English) - The Newslite (Gujarati)
Website	The Company's website <a href="http://www.polymechplast.com">www.polymechplast.com</a> contains a separate dedicated section "Investor Information" where Shareholders information is available. The Annual Reports, Quarterly/Half Yearly/Annual Financial Results as well as Voting Results of General Meetings, Shareholding Pattern and other Requisite Disclosures are also displayed on the Company's website.
BSE Corporate Compliance & Listing Centre	BSE's Listing Centre is a web-based application designed for corporates. All periodical filings like shareholding pattern, corporate governance report, statement of investor complaints, and other filing are filed electronically on the Listing Centre, of BSE Limited.

**(8) General Shareholder's Information**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Description</b>
a.	Annual General Meeting - Date, Time & Venue	Saturday, 28 <sup>th</sup> September, 2024 Through Video Conferencing /Other Audio-Visual Means (VC/OAVM). Details are available in the Notice convening 37 <sup>th</sup> Annual General Meeting of the Company.
b.	Financial Year	1 <sup>st</sup> April, 2023 to 31 <sup>st</sup> March, 2024
c.	Dividend Payment Date	On or before 30 days from the date of AGM
d.	Date of Book closure	The Register of Members and the Share Transfer Books of the Company shall remain closed from Tuesday, 17 <sup>th</sup> September, 2024 to Saturday, 28 <sup>th</sup> September, 2024 (both days inclusive) for the purpose of 37 <sup>th</sup> Annual General Meeting. The cut-off date (record date) for taking record of the Members of the Company for the purpose of payment of Dividend has been fixed to Monday, 16 <sup>th</sup> September, 2024 (ex-Dividend Date) and the cut-off date for the purpose of determining eligibility of Members for voting in connection with the 37 <sup>th</sup> AGM has been fixed to Saturday, 21 <sup>st</sup> September, 2024.
e.	Listing on Stock Exchange	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001, Maharashtra, India. The Company has listed its Equity Shares on BSE w.e.f. 8 <sup>th</sup> October, 1993. Requisite listing fees on BSE for F.Y. 2023-24 has been paid.
f.	Stock Code	BSE Equity: POLYCHMP   526043
g.	Market price data - high, low during each month in F.Y. 2023-24	Details are tabled below.
h.	Share performance of the Company in comparison to BSE Sensex	Graphical Data is represented below.
i.	In case, securities are suspended from trading, the directors report shall explain the reasons thereof	The securities of the Company have not been suspended from trading anytime during F.Y. 2023-24.
j.	Registrar & Share Transfer Agent	<b>MCS Share Transfer Agent Limited</b> 1 <sup>st</sup> Floor, Neelam Apartment, 88, Sampatrao Colony, Above Chappanbhog Sweets, Alkapuri, Vadodara-390007, Gujarat Contact: 0265-2314757 / 2350490 Email: <a href="mailto:mcsltdbaroda@gmail.com">mcsltdbaroda@gmail.com</a> Website: <a href="http://www.mcsregistrars.com">www.mcsregistrars.com</a>



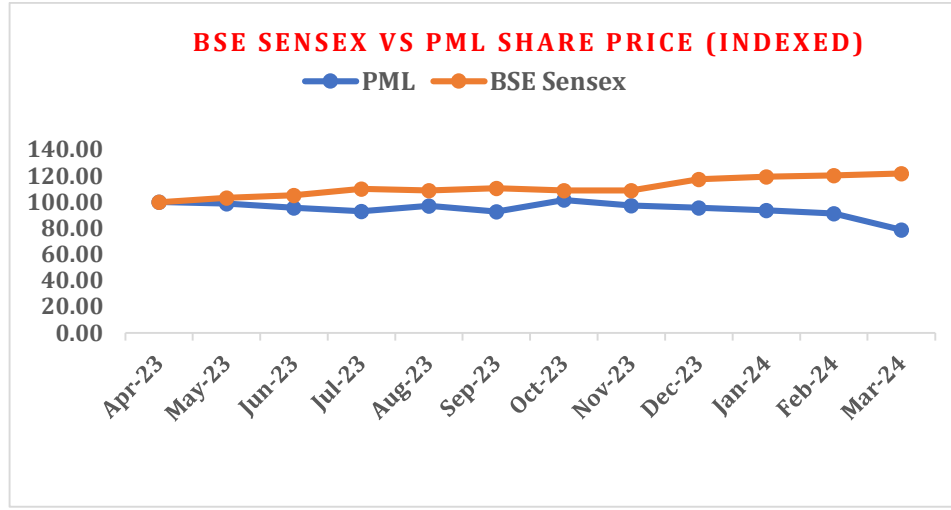
k.	Share Transfer system	Effective from 1 <sup>st</sup> April 2019, as per SEBI Notification and further amendment, requests for effecting transfer of securities are not processed unless the securities are held in the dematerialised form with the depositories. The Company has delegated powers to Registrar and Share Transfer Agent to effect transfer/transmission, name deletion, renewal of shares, dematerialization, etc.
l.	Distribution of Shareholding / Shareholding Pattern as on 31 <sup>st</sup> March, 2024	Details are tabled below.
m.	Dematerialization of shares and liquidity	Details are tabled below.
n.	Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity	Not applicable
o.	Commodity price risk or foreign exchange risk and hedging activities	Not applicable
p.	Plant Locations	The Company has the plant located at the Registered Office (HO) situated at Vadodara, Gujarat. However, Company does have Branches and Units all over India; details of which forms part of Corporate Information.
q.	Address for Correspondence / Investor Correspondence	Company Secretary & Compliance Officer <b>Polymechplast Machines Limited</b> Address: "Gold Coin House", Plot No. 776, G.I.D.C. Industrial Estate, Makarpura, Vadodara - 390010, Gujarat. Contact: 0265-2632210 Email: <a href="mailto:cs@polymechplast.com">cs@polymechplast.com</a> Website: <a href="http://www.polymechplast.com">www.polymechplast.com</a>  <b>MCS Share Transfer Agent Limited</b> 1 <sup>st</sup> Floor, Neelam Apartment, 88, Sampatrao Colony, Above Chappanbhog Sweets, Alkapuri, Vadodara-390007, Gujarat. Contact: 0265-2314757 / 2350490 Email: <a href="mailto:mcsLtdbaroda@gmail.com">mcsLtdbaroda@gmail.com</a> Website: <a href="http://www.mcsregistrars.com">www.mcsregistrars.com</a>  Shareholders are advised to address query / request in respect of shares to the RTA. It is further advised to quote their folio number, DP & Client ID for future correspondence.
r.	Credit Rating	Not applicable

➤ **Market Price Data, High and Low during each month in the F.Y. 2023-24:**

Monthly	BSE Limited		
	High	Low	Close
April-2023	67.85	56.2	63.38
May-2023	68.75	55.04	58.3
June-2023	66.4	55.12	58.71
July-2023	63.9	53.8	57.5
August-2023	73.4	53.65	58.07
September-2023	61.29	55	55.57
October-2023	78.8	55.65	62.79
November-2023	66.66	56.3	58.58
December-2023	62.9	55.6	59
January-2024	60	54.6	57

February-2024	61.4	52	55.6
March-2024	56.6	42.75	44.98

➤ **Polymech's (PML) Share Price Movement v/s BSE Sensex:**



➤ **Distribution of Shareholding on the basis of Shareholder Class as on 31<sup>st</sup> March, 2024 is as under:**

Shares Range	No. of Shareholders	% of total Shareholders	No. of Shares	% of total Shares
1 - 500	6202	90.6858	931841	16.6349
501 - 1000	345	5.0446	268566	4.7944
1001 - 2000	136	1.9886	209718	3.7438
2001 - 3000	40	0.5849	102239	1.8251
3001 - 4001	21	0.3071	73497	1.3120
4001 - 5000	19	0.2778	87478	1.5616
5001 - 10000	35	0.5118	246128	4.3938
10001 - 50000	29	0.4240	581135	10.3742
50001 - 100000	1	0.0146	81970	1.4633
100000 and above	11	0.1608	3019138	53.8967
<b>Total</b>	<b>6839</b>	<b>100.00</b>	<b>5601710</b>	<b>100.00</b>

The information given in the above distribution schedule is based on the reports from the RTA.

➤ **Distribution of Shareholding Pattern (Categorywise) as on 31<sup>st</sup> March, 2024:**

Category	No. of Shareholders	No. of Shares held	% of Shareholding
Promoter & Promoter Group	8	2044231	36.49
Public - Indian	6420	2593363	46.30
Hindu Undivided Family (HUF)	50	167608	2.99
Employees	1	300	0.00
Non-Resident Indians (NRI)	282	61200	1.09
NRIs with Repatriation Benefits	28	6152	0.11
NRIs without Repatriation Benefits	20	5161	0.09
Other Body Corporates	30	723695	12.92
Clearing Members	0	0	0.00
Hindu Undivided Family	0	0	0.00
<b>Total</b>	<b>6839</b>	<b>5601710</b>	<b>100.00</b>

➤ **Dematerialization of shares and liquidity as on 31<sup>st</sup> March, 2024:**

<b>Sr. No.</b>	<b>Category</b>	<b>No. of Shareholders</b>	<b>No. of Shares</b>	<b>% of Holding</b>
1	Physical	3658	886359	15.82
2	NSDL	1234	1569823	28.02
3	CDSL	1947	3145528	56.15
<b>TOTAL</b>		<b>6839</b>	<b>5601710</b>	<b>100.00</b>

**(9) Other Disclosures**

A. Related Party Transactions

In terms of Regulation 23(1) of the SEBI Listing Regulations, the Board has approved and adopted a policy on related party transactions and the same has been uploaded on the website of the Company and can be accessed at [www.polymechplast.com](http://www.polymechplast.com).

During the year under review, all the transactions with related parties are placed before the Audit Committee for its approval. All the transactions with related parties entered into during the year under review were at an arm's length basis and in the ordinary course of business and in accordance with the provisions of the Act and the rules made thereunder. Necessary disclosures as required under the Accounting Standards have been made in the financial statements.

There were no material related party transactions between the Company and the Promoters, Directors or Management, or their relatives or subsidiaries, etc. that had a potential conflict with the interests of your Company at large.

The Board has approved a policy for related party transactions which can be viewed at [www.polymechplast.com](http://www.polymechplast.com).

B. Statutory Non-Compliance and Penalties

There were no instances of non-compliance or penalties imposed on the Company by Stock Exchange or SEBI or any other statutory authority, on any matter related to capital markets, during the last three years. All applicable requirements were fully complied with.

C. Vigil Mechanism / Whistle Blower Policy

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for Employees including Directors of the Company to report genuine concerns and unethical behavior directly to the Chairperson of the Audit Committee. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and as per the Listing Regulations.

The Vigil Mechanism/Whistle Blower Policy is available on the Company's website [www.polymechplast.com](http://www.polymechplast.com). During the year under review, there were no instances of whistle blowers.

D. Compliance with Mandatory requirements

No penalties have been imposed or strictures passed against the Company by the Stock Exchange, the SEBI or any statutory authority on any matter related to capital markets during the last three years. Securities of the Company have not been suspended for trading at any point of time during the year and the Company has duly complied with Corporate Governance requirements as specified under the Listing Regulations.

E. Policy for Determining Material Subsidiaries

As on 31<sup>st</sup> March 2024, the Company does not have any material subsidiary.

F. Disclosure of commodity price risks and commodity hedging activities

The Company is not listed under the Commodity Exchange and therefore trading in relation with commodities and commodity hedging is not applicable to the Company.

G. Instances of not accepting any recommendation of the Committee by the Board:

There were no such instances where Board had not accepted any recommendation of any committee of the Board, whether mandatorily required or not, in the relevant Financial Year.

H. Loans and advances in the nature of loans to firms/companies in which Directors are interested

Details of Loans, Guarantees and Investments made by the Company pursuant to the provisions of Section 186 of the Companies Act, 2013 are provided in the notes to the Financial Statements.

I. Obligation of Company under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal), Act, 2013

The Company has in place a Policy against Sexual Harassment at workplace in line with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No Complaint has been received by the Committee during the Financial Year.

Number of complaints disposed off during the Financial Year and Number of complaints pending as on end of the Financial Year: NIL

J. Certificate of Non-Disqualification from Company Secretary in Practice

Certificate from M/s. Devesh Pathak & Associates, Practicing Company Secretaries, Vadodara, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Regulation 34(3) of the SEBI Listing Regulations, 2015 read with Schedule V, is attached to this Report as Annexure III.

K. Fees paid to Statutory Auditors

The details of fees for all services paid by the Company to the Statutory Auditors, M/s. CNK & Associates LLP, Chartered Accountants, Vadodara, are given in the table below:

Sr. No.	Detail / Nature of Services	Amount (in Lakhs)
1	Statutory Audit	4.00
2	Tax Audit	1.00
3	Other Certification Services	0.35

L. Details of utilization of funds raised through preferential allotment/qualified institutions placement

There are no deviation(s) or variation(s) in respect of the utilization of the proceeds of the preferential issue of the Company. Further, the funds have been used fully for the purpose for which the funds were raised.

M. Postal Ballot

During the year ended 31<sup>st</sup> March, 2024, no resolution was passed by postal ballot. Hence, disclosure under this section is not applicable.

N. Disclosure of compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations, 2015

The Company has complied with the requirements specified in Regulations 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations.

**(10) Independent Auditor's Certificate on Corporate Governance**

The Certificate from M/s. Devesh Pathak & Associates, Practicing Company Secretaries, Vadodara, confirming Compliance of conditions of Corporate Governance applicability, pursuant to the provisions of Part E of the Listing Regulations is attached to this Report as Annexure IV.

**(11) Demat suspense account or unclaimed suspense account**

The Company does not have any shares in demat suspense account or unclaimed suspense account.

For and on behalf of the Board

**POLYMECHPLAST MACHINES LIMITED**

Sd/-

**MAHENDRABHAI BHUVA**

Chairman & Managing Director

DIN: 00054562

Sd/-

**HIMMATLAL BHUVA**

Whole Time Director

DIN: 00054580

Place: Vadodara

Date: 12-08-2024

**ANNEXURE – I OF CORPORATE GOVERNANCE REPORT**

**CEO AND CFO CERTIFICATION IN RESPECT OF FINANCIAL STATEMENTS AND  
CASH FLOW STATEMENT**

To,  
The Board of Directors,  
**Polymechplast Machines Limited**  
“Gold Coin House”,  
776, G.I.D.C. Makarpura,  
Vadodara-390010, Gujarat

**Sub: Compliance Certificate in terms of Regulation 17(8) of SEBI (Listing Obligations and  
Disclosure Requirements) Regulations, 2015**

We have reviewed the Financial Statements and the Cash Flow Statement for the Financial Year ended 31<sup>st</sup> March, 2024 and we hereby certify and confirm to the best of our knowledge and belief the following:

- a) The Financial Statements and Cash Flow statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- b) The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations;
- c) There are no transactions entered in to by the Company during the year ended 31<sup>st</sup> March, 2024 which are fraudulent, illegal or violative of Company’s Code of Conduct;
- d) We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same;
- e) There have been no significant changes in the above-mentioned internal controls over financial reporting during the Financial Year ended 31<sup>st</sup> March, 2024;
- f) That there have been no significant changes in the accounting policies during the Financial Year 2023-24.
- g) We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company’s internal control system over Financial Reporting.

For and on behalf of the Board  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**SITARAM LOKHANDE**  
Chief Executive Officer

Sd/-  
**DINESH PUNJABI**  
Chief Financial Officer

Place: Vadodara  
Date: 12-08-2024

**ANNEXURE – II OF CORPORATE GOVERNANCE REPORT**

**DECLARATION BY THE MANAGING DIRECTOR (MD) ON CODE OF CONDUCT**

I, Mahendrabhai Ravjibhai Bhuva, Chairman and Managing Director of Polymechplast Machines Limited hereby confirm that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended 31<sup>st</sup> March, 2024.

For and on behalf of the Board  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**MAHENDRABHAI BHUVA**  
Chairman & Managing Director  
DIN: 00054562

Place: Vadodara  
Date: 12-08-2024

**ANNEXURE – III OF CORPORATE GOVERNANCE REPORT**

**CERTIFICATE ON THE 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 of,  
**POLYMECHPLAST MACHINES LIMITED**  
“Gold Coin House”,  
776, G.I.D.C. Makarpura,  
Vadodara-390010, Gujarat

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Polymechplast Machines Limited having CIN: L27310GJ1987PLC009517 and having registered office at “Gold Coin House”, 776, G.I.D.C., Makarpura, Vadodara-390010, Gujarat (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 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 for the Financial Year ended on 31<sup>st</sup> March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment in Company</b>
1.	Mahendrabhai Ravjibhai Bhuva	00054562	01/10/1998
2.	Himmatlal Parshottambhai Bhuva	00054580	01/10/1998
3.	Hemangini Devesh Pathak	00054624	18/03/2004
4.	Ashokkumar Natwarlal Shah	06977676	29/09/2014
5.	Asmani Ailush Surve	10277624	11/08/2023

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

Date: 12<sup>th</sup> August, 2024  
Place: Vadodara

For **Devesh Pathak & Associates**  
Practising Company Secretaries

**CS Devesh A. Pathak**  
Founder  
FCS4559  
CoP No.: 2306  
PR: 1412/2021  
Firm Regn. No.: S2018GJ621500  
UDIN: F004559F000953793



**ANNEXURE – IV OF CORPORATE GOVERNANCE REPORT**

**INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of,  
**POLYMECHPLAST MACHINES LIMITED**  
“Gold Coin House”,  
776, G.I.D.C. Makarpura,  
Vadodara-390010, Gujarat

We have examined the compliance of conditions of Corporate Governance of Polymechplast Machines Limited (“the Company”) for the year ended March 31, 2024, as stipulated in Regulation 15 and other relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”).

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

In our opinion and to the best of our information and according to our examination of the relevant records as aforesaid and the explanations given to us and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 15 and other relevant regulations of the Listing Regulations above, during the year ended March 31, 2024 as applicable.

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

For **Devesh Pathak & Associates**  
Practising Company Secretaries

Date: 12<sup>th</sup> August, 2024  
Place: Vadodara

**CS Devesh A. Pathak**  
Founder  
FCS4559  
CoP No.: 2306  
PR: 1412/2021  
Firm Regn. No.: S2018GJ621500  
UDIN: F004559F000953705

## **Management Discussion & Analysis Report**

### **➤ GLOBAL ECONOMY**

During the financial year 2023-24, the global economic environment remained uncertain and fragile. The geopolitical crisis in Europe contributed to a surge in global inflation, affecting energy and commodity prices, and prompting central banks in various economies to implement monetary tightening measures. As a result, the global growth outlook was negatively impacted, leading several agencies to revise down growth forecasts for both 2023 and 2024.

The International Monetary Fund (IMF) has reported that the global economy began the year 2024 on a stable footing, with a growth rate of 3.1%. It is projected to further increase to 3.2% in 2025, surpassing the previous forecast. This growth is anticipated to be primarily driven by the unexpected resilience of the US economy, several large emerging markets, and developing economies, along with fiscal support in China.

Despite these positive indicators, potential challenges may arise due to factors such as restrictive monetary policies, the withdrawal of fiscal support, and low underlying productivity growth. It will be crucial for policymakers to carefully navigate these obstacles to ensure sustained economic growth in the coming years.

For India, being a net importing country, the depreciation of the rupee resulted in a higher Current Account Deficit (CAD) and heightened inflationary pressures, adding to the challenges faced during the year.

### **➤ Outlook**

The global economy has shown signs of improvement compared to a year ago, with the risk of a global recession diminishing, largely due to the strength of the U.S. economy. However, global growth is expected to slow down further this year due to tight monetary policy, restrictive financial conditions, and sluggish global trade and investment. While labour market conditions have improved, unit labour cost growth remains higher than desired for medium-term inflation goals.

Overall, while there are positive developments in the global economy, challenges remain that could impact growth in the near future. Potential risks include an increase in escalating geopolitical tensions, financial strain, ongoing inflation, trade disruptions, and climate-related disasters. It is imperative for global cooperation to address these challenges by providing debt relief, promoting trade integration, combating climate change, and addressing food insecurity.

Emerging market and developing economies (EMDEs), particularly commodity exporters, are facing challenges related to fiscal policy pro-cyclicality and volatility. Effective macroeconomic and structural policies, along with strong institutions, are essential for boosting investment and enhancing long-term prospects across all EMDEs.

The medium-term outlook for many developing economies has dimmed due to slowing growth in major economies, sluggish global trade, and the most stringent financial conditions in decades. Global trade growth in 2024 is projected to be only half of the average seen in the decade prior to the pandemic. Additionally, borrowing costs for developing economies, especially those with poor credit ratings, are expected to remain high as global interest rates remain at four-decade highs in inflation-adjusted terms.

### **➤ INDIAN ECONOMY OVERVIEW**

One of the fastest growing economies in the world, the Indian economy is anticipated to experience a consistent growth of 6.7% annually from 2024 to 2031, as per the latest report by CRISIL. This projection slightly surpasses the pre-pandemic average of 6.6%. CRISIL attributes this growth trend to capital, highlighting the government's investment-driven approach during a period when the private sector hesitated to make substantial investments. The government's notable increase in capital expenditure, supporting infrastructure projects and offering interest-free loans to states, is identified as a pivotal factor.

As per National Statistical Office (“NSO”) the growth in the real GDP during F.Y. 2023-24 was estimated at 8.2% as compared to 7.0% in F.Y. 2022-23. This is driven by the accentuated headwinds from prolonged geopolitical tensions, tightening global financial conditions and slowing external demand.

➤ **INDIAN PLASTICS INDUSTRY**

Since its inception in 1957, the Indian plastics industry has witnessed significant growth and expansion. Today, it stands as a prominent sector within the nation’s economy, comprising over 30,000 companies and employing more than 4 million people. India also ranks among the world’s top exporters of plastic products. These exports include a diverse range of raw materials, laminates, electronic equipment, medical devices, and consumer goods, reaching more than 150 countries, with a firm presence in Europe, Africa, and Asia.

With the potential to emerge as the global plastics supplier, the Indian plastics industry is expected to more than triple to reach Rs. 10 lakh crore by 2027-28 with import substitution offering a huge growth opportunity to the industry and with plastics consumption rising at 16% per year, according to the All-India Plastics Manufacturers Association (AIPMA). Considering a rising middle class with low per capita consumption of plastics. This high progress rate is expected to continue, as the per capita consumption of plastics will certainly increase. According to the Government of India, India is the third largest consumer of plastic after USA and China, where almost an average Indian consumes 13 kg annually versus 27 kg globally. Valued at around USD 43.68 billion at the end of 2023, the Indian plastics industry has a growing export presence and has more than 2,000 exporters and exports plastic products to more than 200 countries. India manufactures various products such as plastics and linoleum, houseware products, cordage, fishnets, floor coverings, medical items, packaging items, plastic films, pipes, raw materials, etc. While the country majorly exports plastic raw materials, films, sheets, woven sacks, fabrics, and tarpaulin.

➤ **COMPANY’S OVERVIEW**

Polymechplast Machines Limited (PML) - a Company promoted and established by expert Group of Technocrats in the year 1978 which was earlier known as 'PLASTICO' engaged in manufacturing of 'GOLD COIN' brand plastic processing machinery. Today with as much as 35 years of rich experience, PML is well known in India and overseas and enjoying good market all over India and abroad as a leading manufacturer and supplier of Injection Moulding and Blow Moulding Machines.

PML has the distinction of being the pioneer and the only successful manufacturer, till date of two & three colour marble effect Injection Moulding Machines in India. Versatile as these machines are, they have revolutionized the plastic industry to a large extent as they can produce varied patterns without any changes in the moulds of single colour machines. These machines are also versatile for producing single colour products too.

PML strives to find better solutions to customer needs. Continuously working towards offering the best in terms of innovation, quality machines & most important is at affordable cost. PML adheres to the business philosophy of Total Quality Products with productivity to give customer satisfaction for their constant progress.

Today, more than 8000 “GOLDCOIN” machines are operational in both national and international markets. What's more, many of these machines are even working round the clock, 365 days a year. This is an indication of the PML's commitment to its corporate motto of providing TOTAL CUSTOMER SATISFACTION.

➤ **STRATEGIC GROWTH INITIATIVES AND FUTURE OUTLOOK AT PML**

**Revenue Growth and Market Expansion**

- New Markets and Product Portfolio: PML is exploring new markets, enhancing our product portfolio, and leveraging strategic partnerships to accelerate revenue growth.
- Innovative High-Tech Products: The R&D team is developing a new line of high-tech products. The recent launch of IoT-enabled “Protek Series” of Injection Moulding machines, which have received an excellent market response with substantial order bookings from the first month.

### **Operational Excellence and Profitability**

- **Increased Efficiency:** PML is adopting a system-driven approach to streamline processes, reduce operational costs, and improve overall efficiency.
- **Revenue and Profit Growth:** Expanding product lines, entering new markets, and enhancing operational efficiency are central to the strategic growth of the Company. The goal of the Company is to increase the share price to Rs. 100 by March 31, 2025.

### **Innovation and R&D**

- **Investment in Innovation:** PML is hiring more design experts, seeking expert advice from external sources, and forming associations with renowned international companies to boost the image as a technology-driven company.

### **Diversifying Revenue Streams**

- **Expanded Offerings:** PML is introducing new products and services, such as blow molding, IoT retrofits, and annual subscription models, to generate additional revenue.
- **New Markets:** Developing an export market strategy to capture international opportunities.

### **Improving Investor Relations**

- **Transparent Communication:** PML is committed to open and honest communication, providing regular updates on financial performance, business strategy, and future outlook.
- **Attractive Dividend Policy:** Offering consistent dividends over the last 6 years.

### **Strengthening Financial Health**

- **Debt Reduction:** Continuously working to lower debt levels and improve financial stability.
- **Cost Management:** Implementing effective cost management strategies to boost profit margins and investor confidence.

### **Strategic Acquisitions and Partnerships**

- **Mergers and Acquisitions:** Exploring growth opportunities through strategic mergers and acquisitions.
- **Partnerships:** Forming alliances with other companies to open new markets, enhance product offerings, and improve competitive positioning.

### **Market Perception and Branding**

- **Strong Brand Identity:** Focusing on digital and print media branding and engaging with prominent industry associations to build a strong brand.
- **Positive Media Coverage:** Increasing participation in media events, webinars, and other public platforms to boost investor confidence and interest.

### **Adopting New Technologies**

- **Digital Transformation:** Leveraging new technologies like digital marketing tools and sustainability initiatives to improve business processes, enhance customer experience, and drive growth.

### **➤ LAUNCHING OF NEW IOT ENABLED PLASTIC PROCESSING INJECTION MOULDING MACHINES:**

Your Company have pleasure to inform that it has also launched new “PROTEK SERIES”, which is High-Tech advanced IOT enabled Injection Moulding Machine. This series comprises of PROTEK 120T, 160T, 200T, 260T (Tonnage Machines) capacity models, providing flexibility to address different operational needs, whether for small-scale production or large industrial applications.

The PROTEK Series machines are engineered to deliver optimal performance across various industrial segments. These machines have cutting-edge technology, robust construction, and advanced features that ensure precision, reliability and efficiency.

Key Features of Our New IoT-Enabled Injection Moulding Machine includes Higher Tonnage, Real-Time Monitoring, Predictive Maintenance, Remote Access, Energy Efficiency and User-Friendly Interface.

The PROTEK Series is a testament to advanced engineering and versatility in industrial machinery. With different capacities, these machines offer unparalleled flexibility and efficiency, making them an ideal choice for a wide range of applications. Whether in the automotive, medical, communication, writing instruments, engineering, furniture, packaging, white goods, or electrical switchgear industry, this PROTEK series machines are designed to meet production needs with precision and reliability.

➤ **SWOT ANALYSIS**

**Strengths**

- Well established brand - Gold Coin
- Ability to retain experienced and trustworthy talent
- Family owned business – faster decisions
- Ability to infuse capital for growth opportunities

**Opportunities**

- Growth in Injection moldings machine market
- Demand for innovative products
- Govt. support for sustainable products helping environment
- Expansion and growth possibilities in international Markets (3<sup>rd</sup> World countries and also Europe)



**Weaknesses**

- Low international market presence
- Domestic market highly fragmented
- Latest technology less integrated in products
- Lack of digital market presence
- Long lead time for product development

**Threats**

- Intense competition from brands like Milacron (~30% market share), Haitan Huayuan, Sumitomo, Husky, Engel etc.
- Dropping margins in the industry
- Govt. regulations (e.g., restriction on single-use bottled affecting demand for blow molding machines)

➤ **COMPANY'S FINANCIAL PERFORMANCE**

The Company's Board of Directors are responsible for the matters as stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. The financials have been prepared considering the requirements of applicable laws.

During the financial year 2023-24, the Company recorded a Total Income of Rs. 5,970.50/- Lakhs as compared to Rs. 6,985.09/- Lakhs during the financial year 2022-23.

Profit after tax was Rs. 79.17/- Lakhs for the financial year 2023-24 as against Rs. 154.92/- Lakhs for the financial year 2022-23.

➤ **KEY FINANCIAL RATIOS**

As required under SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018, details of key financial ratios are outlined as below:

As per the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018, the Company is obligated to disclose significant changes (i.e., changes including 25% or more compared to

the immediately preceding financial year) in key financial ratios, accompanied by comprehensive explanations for such variations. The key financial ratios are outlined as follows:

Sr. No.	Key Financial Ratios	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	Variance (%)
1.	Current Ratio (in times)	1.14	1.28	(10%)
2.	Debt-Equity Ratio (in times)	0.04	0.17	(75%)
3.	Debt Service Coverage Ratio (in times)	21.63	8.33	160%
4.	Return on Equity Ratio (in %)	3.12	6.27	(50%)
5.	Inventory Turnover Ratio (in times)	4.80	5.29	(9%)
6.	Debtors Turnover ratio (in times)	27.87	31.75	(12%)
7.	Creditors Turnover ratio (in times)	7.76	9.40	(5%)
8.	Net capital Turnover ratio (in times)	26.00	14.11	(145%)
9.	Net profit ratio (in %)	1.34	2.24	(46%)
10.	Return on Capital employed (in %)	5.62	8.34	(52%)

➤ **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

The Company has an adequate system of internal controls in place, commensurate with the size and nature of its business for the purchase of inventory, fixed assets and for the sale of goods or services. These controls have been designed to provide a reasonable assurance with respect to maintaining of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, protecting assets from unauthorized use or losses, compliance with regulations.

➤ **RISKS AND CONCERNS**

Risk management is a fundamental aspect of your Company's operating framework. We firmly believe that effectively managing risks is essential for maximizing returns and ensuring sustainable growth.

Our approach to addressing business risks is comprehensive and proactive. We conduct periodic reviews to identify and evaluate potential risks that may affect our operations. By having a well-defined framework for mitigating controls and reporting mechanisms, we can promptly address any identified risks and minimize their impact on our business.

Through a diligent risk assessment process, we appropriately identify and assess threats that may arise within our business environment. We then take necessary actions to address these risks and implement suitable measures to mitigate their potential negative effects.

By prioritizing risk management and actively addressing potential challenges, we aim to safeguard our Company's interests and enhance its resilience in the face of uncertainties. This enables us to pursue growth opportunities confidently while ensuring the well-being of our business and stakeholders.

➤ **HEALTH AND SAFETY**

We are committed towards safety of our people and assets and towards the protection of the environment through a variety of initiatives. The Company follows good business practices in health, safety, and environment related aspects to constantly set higher benchmarks and strives to exceed the same. Your Company being involved in the FMCG Industry, dealing with various kinds of essential services, had provided all the essential items. Our employees did take risk to keep our operations going and supplied essential goods to consumers so that the impact of the crisis can be reduced. While every business has its own highs and lows, the success of the Company in longer run depends on its ability to innovate to meet the evolving needs of customers and remain competitive.

➤ **INFRASTRUCTURE**

The offices are well equipped with computer systems, internet connectivity, other communication equipment, security and other facilities which are required for our business operations to function smoothly.

➤ **HUMAN RESOURCES**

During the year under review, industrial relations of the Company continued to be cordial and peaceful. We believe that our employees are key contributors to our business success. We focus on attracting and retaining the best possible talent. Our Company looks for specific skill-sets, interests and background that would be an asset for our business. Our employees look after administrative, secretarial, legal, marketing and accounting functions. Our manpower is a prudent mix of the experienced and youth which gives us the dual advantage of stability and growth. Our work processes and skilled / semi-skilled / unskilled resources together with our strong management team have enabled us to successfully implement our growth plans.

➤ **CAUTIONARY STATEMENT**

The report may contain certain statements that the Company believes are or may be considered to be "forward-looking statements" that describe our objectives, plans or goals. All these forward-looking statements are subject to certain risks and uncertainties, including but not limited to, government action, economic development and risks inherent in the Company's growth strategy and other factors that could cause the actual results to differ materially from those contemplated by the relevant forward-looking statements.

For and on behalf of the Board  
**POLYMECHPLAST MACHINES LIMITED**

Sd/-  
**MAHENDRABHAI BHUVA**  
Chairman & Managing Director  
DIN: 00054562

Sd/-  
**HIMMATLAL BHUVA**  
Whole Time Director  
DIN: 00054580

Place: Vadodara  
Date: 12-08-2024

## **Independent Auditors' Report on Standalone Financial Statements**

To  
The Members Of  
**POLYMECHPLAST MACHINES LIMITED**

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Standalone Financial Statements of Polymechplast Machines Limited ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Standalone Financial Statements, including a summary of material accounting policies and other explanatory information.

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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2024, the profit 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 (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independence requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no Key audit matters to communicate in our report.

#### **Information other than the Standalone Financial Statement and Auditor's Report thereon**

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in Board's Report including Annexure to that Board's Report and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon. The Management Discussion and Analysis, Board's Report and Shareholder's Information are expected to be made available to us after the date of this auditor's report. Any material misstatement thereon pertaining to it, will be reported thereon.

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

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



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

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

The Company's Management and Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management and 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 are also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibilities for the Audit of Standalone Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and board of directors;
- Conclude on the appropriateness of management's and board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are

based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

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

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

We communicate with those charged with governance of the Company 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 Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**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, 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 (also refer note 2(h)(vi));
  - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Cash Flow Statement 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 Accounting Standards specified under Section 133 of the Act,
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2024 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 with reference to standalone financial statements;
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer note no. 35 to the Standalone Financial Statements;
  - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv.
    - i. The Management has represented that, to the best of its knowledge and belief, as disclosed in note no. 43(v) to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - ii. The Management has represented, that, to the best of its knowledge and belief, as disclosed in note no. 43(vi) to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
    - iii. Based on such audits procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
  - v. 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 Companies Act, 2013 to the extent it applies to payment of dividend.

As stated in note no. 41 to the Standalone Financial Statements, the Board of Directors of the company have proposed final dividend for the year which is subject to approval of 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.

- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility made effective from 1<sup>st</sup>February, 2024 and the same has operated throughout the period thereafter for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with after the date the same has been made operated.

For **CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No. 101961W/W-100036

**Pareen Shah**  
Partner  
Membership No.125011  
UDIN: 24125011BKEQWJ5130

Place: Vadodara  
Date: 27<sup>th</sup> May, 2024

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

**Referred to in Para 1 ‘Report on Other Legal and Regulatory Requirements’ in our Independent Auditor’s Report to the members of the Company on the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024.**

To the best of our information and according to the explanations provided to us by the company and the books of account and records examined by us in the normal course of audit, we state that:

- I. (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 the full particulars of Intangible assets;
- (b) The company has a phased programme of physical verification of its Property, Plant and Equipment so as to cover all assets once in three years. In accordance with this programme, certain Property, Plant and Equipment were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets;
- (c) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the standalone financial statements, are held in the name of the Company as at the Balance Sheet date;
- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year;
- (e) As disclosed in note no.43(i) to the standalone financial statements and as verified by us, no proceedings have been 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 thereunder;
- II. (A) As per the information and explanations given to us, the inventories held by the Company have been physically verified by the management. In our opinion, having regard to the nature and the location of the stock, the frequency of the physical verification is reasonable no discrepancies of 10% or more in aggregate for each class of inventory were noticed on physical verification;  
(B) Based on our examination of the records provided by the management and as disclosed in note no. 43(ix) to the standalone financial statements, the company is not required to file statements with the banks in respect of working capital limits sanctioned.
- III. The Company has, during the year made investment in one of its associate company, and has granted unsecured loan Interest free loan to employees, in respect of which;
  - (a) The details of investment and unsecured loan provided by the company to its associate company and employees respectively, during the year, are as follows:

<b>Particulars</b>	<b>Aggregate amount granted / provided during the year (Rs. in lakhs)</b>	<b>Balance outstanding as on 31<sup>st</sup> March, 2024 (Rs. in lakhs)</b>
<b>Investment in Fully paid-up Equity shares</b>		
Associate	72.00	72.00
<b>Unsecured Loan</b>		
Employees	0.46	0.36

- (b) In our opinion and according to the information provided to us, the terms and conditions of the grant of such loans and investments made are not prejudicial to the interest of the company;
- (c) In respect of the aforesaid Interest free loans to employees, the repayment of principal is been stipulated and the same are regular;
- (d) In respect of the aforesaid loan, there is no amount which is overdue for more than ninety days;
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties;
- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable;

Other than that mentioned above, the company has not made any investment, provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnership or any other parties;

- IV. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, in respect of loans, investments, guarantees, and security, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013;
- V. The Company has not accepted any deposits or amounts which are deemed to be deposits during the year and therefore, the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder are not applicable to the Company;
- VI. We have broadly reviewed the cost records maintained by the Company as prescribed by the Central Government under sub section (1) of Section 148 of the Companies Act and are of the opinion that prima facie the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete;
- VII. (a) In our opinion, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax (GST), Custom Duty, Cess and other statutory dues as applicable. There were no undisputed amounts payable with respect to above statutory dues in arrears as at 31<sup>st</sup> March, 2024 for a period of more than six months from the date they became payable;
- (b) The particulars of statutory dues as at 31<sup>st</sup> March, 2024 which have not been deposited on account of disputes are as follows:

<b>Name of Statute</b>	<b>Nature of Dues</b>	<b>Amount (Rs. in lakhs)</b>	<b>Forum where dispute is pending</b>
The West Bengal Value Added Tax Department	Penalty	4.56	The West Bengal Taxation Tribunal Act, 1987

- VIII. As disclosed in note no. 43(vii) to the Standalone Financial Statements and as verified by us, there were no transactions which were not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961);
- IX. a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of Interest thereon to any lender;

- b) As disclosed in note no. 43(viii) to the Standalone Financial Statements and as verified by us, the company is not declared as wilful defaulter by any bank or financial institution or other lender;
  - c) The Company has utilised the fund of term loan for the purpose for which the loans were obtained;
  - d) On overall examination of standalone financial statements of the company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the company;
  - e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;
  - f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;
- X.
- a) The company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under this clause 3 (x)(a) is not applicable to the Company;
  - b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable;
- XI.
- a) During the course of our examination of the books of account and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any incidence of material fraud by the Company or on the Company, noticed or reported during the year, nor we have been informed of any such case by the management;
  - b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report;
  - c) According to the information and explanations given to us, Company has not received any whistle blower complaints during the year;
- XII. The company is not a Nidhi Company and hence reporting under clause (xii) of the order is not applicable;
- XIII. In our opinion, the Company has complied with Section 177 and 188 of the Companies Act, 2013 (where applicable) for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards;
- XIV.
- a) In our opinion and the records examined by us, the company has an internal audit system commensurate with the size and nature of its business;
  - b) We have considered report of the internal auditors for the period under audit;
- XV. According to the information and explanation given to us and based on our examination of the records, the Company has not entered into non-cash transactions with the directors or persons connected with them. Hence, the provisions of Section 192 of the Act are not applicable;
- XVI.
- a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable;
  - b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable;
- XVII. The company has not incurred any cash losses in the financial year and in the immediately preceding financial year;

- XVIII. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) is not applicable;
- XIX. Based on our examination financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, knowledge of the Board of Directors and management plans, no material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due;
- XX. According to the information and explanations provided, the company is not required to spend any amount on CSR activities during the current year and accordingly the reporting under clause 3(xx) is not applicable.

For **CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No. 101961W/W-100036

**Pareen Shah**  
Partner  
Membership No.125011  
Place: Vadodara  
Date: 27<sup>th</sup> May, 2024  
UDIN: 24125011BKEQWJ5130

**ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT**

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

We have audited the internal financial controls over financial reporting of **Polymechplast Machines Limited** (“the Company”) as of 31<sup>st</sup> March, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

**Management’s and Board of Directors’ Responsibility for Internal Financial Controls**

The Management and Board of Directors of the company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls with reference to standalone financial statements of the Company that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements of the company were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements of the company and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

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



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

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an internal financial controls with reference to standalone financial statements of the Company and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No. 101961W/W-100036

**Pareen Shah**  
Partner  
Membership No.125011  
Place: Vadodara  
Date: 27<sup>th</sup> May, 2024  
UDIN: 24125011BKEQWJ5130

**Standalone Balance Sheet as at 31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

Sr. No.	Particulars	Note No.	As At 31 <sup>st</sup> March, 2024	As At 31 <sup>st</sup> March, 2023
	<b>ASSETS</b>			
<b>(1)</b>	<b>Non-Current Assets</b>			
	(a) Property, Plant and Equipment	4		
	(i) Property, Plant and Equipment		1,624.56	1,632.04
	(ii) Intangible Assets		8.08	11.64
	(a) Financial Assets			
	(i) Investments	5	72.00	6.00
	(ii) Other Financial Assets	6	595.25	348.99
	(c) Other Non-Current Assets	7	20.72	59.86
			<b>2,320.62</b>	<b>2,058.53</b>
<b>(2)</b>	<b>Current Assets</b>			
	(a) Inventories	8	1,113.36	1,345.09
	(b) Financial Assets			
	(i) Trade Receivables	9	264.99	158.66
	(ii) Cash and Cash Equivalents	10	3.43	1.89
	(iii) Bank Balance other than (ii) above	11	312.48	735.08
	(iv) Loans	12	0.36	0.39
	(v) Other Financial Assets	13	1.93	0.39
	(c) Other Current Assets	14	128.44	27.00
			<b>1,824.98</b>	<b>2,268.50</b>
	<b>Total Assets</b>		<b>4,145.60</b>	<b>4,327.03</b>
	<b>EQUITY AND LIABILITIES</b>			
	<b>EQUITY</b>			
	(a) Equity Share Capital	15	560.17	560.17
	(b) Other Equity	16	1,987.19	1,962.03
	<b>Total Equity Attributable to Equity Holders of the Company</b>		<b>2,547.36</b>	<b>2,522.20</b>
	<b>LIABILITIES</b>			
<b>(1)</b>	<b>Non-Current Liabilities</b>			
	(a) Deferred Tax Liability (Net)	17	0.34	27.07
			<b>0.34</b>	<b>27.07</b>
<b>(2)</b>	<b>Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	18	105.19	420.63
	(ii) Trade Payables	19		
	(A) Total outstanding dues of Micro and Small Enterprises		394.70	221.62
	(B) Total outstanding dues of Creditors other than Micro and Small Enterprises		209.70	436.74
	(iii) Other Financial Liabilities	20	69.87	41.60
	(b) Other Current Liabilities	21	753.59	602.98
	(c) Provisions	22	50.28	54.20
	(d) Current Tax Liabilities (Net)		14.58	-
			<b>1,597.91</b>	<b>1,777.76</b>
	<b>Total Equity and Liabilities</b>		<b>4,145.60</b>	<b>4,327.03</b>

Note: See accompanying notes referred to above which form an integral part of the Standalone Financial Statements.



**As per our report of even date  
For CNK & Associates LLP  
Chartered Accountants  
Firm Registration No.:  
101961W / 100036W**

**Pareen Shah  
Partner  
Membership No.: 125011**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**For and on behalf of the Board of Directors  
Polymechplast Machines Limited**

<b>M.R. Bhuva Chairman (DIN: 00054562)</b>	<b>H.P. Bhuva Director (DIN: 00054580)</b>	<b>Gauri Y. Bapat Company Secretary (ACS: 22782)</b>
--	--	--

<b>D.K. Punjabi Chief Financial Officer</b>	<b>Sitaram Lokhande Chief Executive Officer</b>
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**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Standalone Statement of Profit and Loss for the year ended**  
**31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

Sr. No.	Particulars	Note No.	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>I</b>	Revenue from operations	23	5,904.35	6,922.09
<b>II</b>	Other Income	24	66.15	62.99
<b>III</b>	<b>Total Income (I+II)</b>		<b>5,970.50</b>	<b>6,985.09</b>
<b>IV</b>	<b>Expenses</b>			
	Cost of Material Consumed	25	4,359.67	5,278.15
	Changes in Inventories of finished goods, work-in progress and stock-in trade	26	62.62	(137.35)
	Employee benefit Expenses	27	570.58	621.16
	Finance costs	28	45.69	46.23
	Depreciation & Amortization Expenses	4	94.06	91.97
	Other expenses	29	730.36	878.58
	<b>Total Expenses (IV)</b>		<b>5,862.99</b>	<b>6,778.74</b>
<b>V</b>	<b>Profit Before Tax (III-IV)</b>		<b>107.50</b>	<b>206.34</b>
<b>VI</b>	<b>Tax Expense:</b>	30		
	(1) Current Tax		55.62	33.31
	(2) Deferred Tax Liability / (Asset)		(27.41)	9.56
	(3) Income Tax Adjustments relating to Earlier Year		0.12	8.55
			<b>28.33</b>	<b>51.42</b>
<b>VII</b>	<b>Profit After Tax (V-VI)</b>		<b>79.17</b>	<b>154.92</b>
<b>VIII</b>	<b>Other Comprehensive Income</b>			
	(i) Items that will not be reclassified to profit or loss			
	- Remeasurement of Defined Benefit Plans		2.68	6.66
	(ii) Income Tax relating to items that will not be reclassified to profit or loss			
	- Remeasurement of Defined Benefit Plans		(0.67)	(1.68)
	<b>Total Comprehensive Income (i-ii)</b>		<b>2.01</b>	<b>4.98</b>
<b>IX</b>	<b>Total Comprehensive Income for the Year (VII+VIII)</b>		<b>81.18</b>	<b>159.91</b>
<b>X</b>	Earnings per Equity Share (For continuing Operations)	31		
	(1) Basic		1.41	2.77
	(2) Diluted		1.41	2.77

Note: See accompanying notes referred to above which form an integral part of the Standalone Financial Statements.

**As per our report of even date**

**For CNK & Associates LLP**

**Chartered Accountants**

**Firm Registration No.:**

**101961W / 100036W**

**Pareen Shah**

**Partner**

**Membership No.: 125011**

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

**Polymechplast Machines Limited**

**M.R. Bhuva**

**Chairman**

**(DIN: 00054562)**

**H.P. Bhuva**

**Director**

**(DIN: 00054580)**

**Gauri Y. Bapat**

**Company**

**Secretary**

**(ACS: 22782)**

**D.K. Punjabi**

**Chief Financial**

**Officer**

**Date: 27<sup>th</sup> May, 2024**

**Place: Vadodara**

**Sitaram Lokhande**

**Chief Executive Officer**

**Date: 27<sup>th</sup> May, 2024**

**Place: Vadodara**

**Standalone Statement of Cash Flows for the year ended 31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

	Particulars	For the Year ended 31 <sup>st</sup> March, 2024	For the Year ended 31 <sup>st</sup> March, 2023
<b>A</b>	<b>Cash Flow from Operating Activities</b>		
	Profit before Income Tax	107.50	206.34
	<b>Adjustments for:</b>		
	Depreciation and Amortization Expense	94.06	91.97
	Impairment of Investments	6.00	-
	Interest Income	(54.26)	(48.59)
	Finance Cost	45.69	46.23
	Bad Debts and balance written off	-	0.69
	Allowance for Doubtful Debts (Expected Credit Loss Allowance)	8.09	(2.81)
	<b>Operating Profit before Working Capital Changes</b>	<b>207.09</b>	<b>293.83</b>
	<b>Movements in Working Capital:</b>		
	(Increase)/Decrease in Trade Receivables	(114.42)	120.80
	(Increase)/Decrease in Inventories	231.73	(73.16)
	(Increase)/Decrease in Other Financial assets	3.79	(0.92)
	(Increase)/Decrease in Non-current Assets	38.23	(21.55)
	(Increase)/Decrease in Current Assets	(101.44)	42.09
	Increase/(Decrease) in Trade Payables	(53.95)	20.60
	Increase/(Decrease) in Other Payables	149.36	(229.22)
	Increase/(Decrease) in Other Financial Liabilities	28.28	7.63
	<b>Cash generated from Operations</b>	<b>388.67</b>	<b>160.11</b>
	Direct Taxes Paid (Net)	(41.17)	(48.95)
	<b>Net Cash from / (used) in Operating Activities (A)</b>	<b>347.50</b>	<b>111.15</b>
<b>B</b>	<b>Cash Flow from Investing Activities</b>		
	Payment for Property, Plant and Equipments (PPE) (including Capital Work-in-Progress and Capital Advances)	(82.12)	(47.72)
	Bank Deposits not considered as Cash and Cash Equivalents	172.58	(23.10)
	Interest Received	52.73	48.63
	Investment in Associate	(72.00)	-
	<b>Net Cash from / (used) in Investing Activities (B)</b>	<b>71.18</b>	<b>(22.19)</b>
<b>C</b>	<b>Cash Flow from Financing Activities</b>		
	Receipt / (Repayment) of Long Term Borrowings	-	(30.00)
	Receipt / (Repayment) of Short Term Borrowings	(315.43)	(56.79)
	Interest Paid	(45.69)	(46.23)
	Dividend Paid	(56.02)	(56.02)
	<b>Net Cash from / (used) in Financing Activities (C)</b>	<b>(417.14)</b>	<b>(189.04)</b>
	<b>Net Increase in Cash and Cash Equivalents [(A)+(B)+(C)]</b>	<b>1.54</b>	<b>(100.08)</b>
	<b>Cash and Cash Equivalents at the Beginning of the Year</b>		
	Balance with Banks in Current Accounts	0.38	100.80
	Cash on Hand	1.51	1.17
	<b>Cash and Cash Equivalents as per Note 10</b>	<b>1.89</b>	<b>101.97</b>

<b>Cash and Cash Equivalents at the End of the Year</b>			
	Balance with Banks in Current Accounts	0.56	0.38
	Cash on Hand	2.88	1.51
	<b>Cash and Cash Equivalents as per Note 10</b>	<b>3.43</b>	<b>1.89</b>

Note: See accompanying notes referred to above which form an integral part of the Standalone Financial Statements.

**As per our report of even date  
For CNK & Associates LLP  
Chartered Accountants  
Firm Registration No.:  
101961W / 100036W**

**Pareen Shah  
Partner  
Membership No.: 125011**

**For and on behalf of the Board of Directors  
Polymechplast Machines Limited**

**M.R. Bhuva                      H.P. Bhuva                      Gauri Y. Bapat**  
**Chairman                      Director                      Company**  
**(DIN: 00054562)              (DIN: 00054580)              Secretary**  
**(ACS: 22782)**

**D.K. Punjabi                      Sitaram Lokhande**  
**Chief Financial                      Chief Executive Officer**  
**Officer**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Standalone Statement of Changes in Equity for the year ended  
31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

**Equity Share Capital**

Balance as at 1 <sup>st</sup> April, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current year	Changes in Equity Share Capital during the Current Year	Balance as at 31 <sup>st</sup> March, 2023
560.17	-	560.17	-	560.17

Balance as at 1 <sup>st</sup> April, 2023	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current year	Changes in Equity Share Capital during the Current Year	Balance as at 31 <sup>st</sup> March, 2024
560.17	-	560.17	-	560.17

**Other Equity**

Particulars	Reserves and Surplus			Total
	Securities Premium	Capital Reserve	Retained Earnings	
<b>Balance as at 1<sup>st</sup> April, 2023</b>	<b>414.22</b>	<b>49.49</b>	<b>1,498.32</b>	<b>1,962.03</b>
Dividends	-	-	(56.02)	(56.02)
Profit for the Year	-	-	79.17	79.17
Remeasurement of the Net Defined benefit liability / asset, net of tax effect	-	-	2.01	2.01
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>414.22</b>	<b>49.49</b>	<b>1,523.48</b>	<b>1,987.17</b>

Particulars	Reserves and Surplus			Total
	Securities Premium	Capital Reserve	Retained Earnings	
<b>Balance as at 1<sup>st</sup> April, 2022</b>	<b>414.22</b>	<b>49.49</b>	<b>1,394.43</b>	<b>1,858.14</b>
Dividends	-	-	(56.02)	(56.02)
Profit for the Year	-	-	154.92	154.92
Remeasurement of the Net Defined benefit liability / asset, net of tax effect	-	-	4.98	4.98
<b>Balance as at 31<sup>st</sup> March, 2023</b>	<b>414.22</b>	<b>49.49</b>	<b>1,498.32</b>	<b>1,962.03</b>

Note: See accompanying notes referred to above which form an integral part of the Standalone Financial Statements.

**As per our report of even date**

**For CNK & Associates LLP**

**Chartered Accountants**

**Firm Registration No.:**

**101961W / 100036W**

**Pareen Shah**

**Partner**

**Membership No.: 125011**

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

**Polymechplast Machines Limited**

**M.R. Bhuva**

**Chairman**

**(DIN: 00054562)**

**H.P. Bhuva**

**Director**

**(DIN: 00054580)**

**Gauri Y. Bapat**

**Company**

**Secretary**

**(ACS: 22782)**

**D.K. Punjabi**

**Chief Financial**

**Officer**

**Sitaram Lokhande**

**Chief Executive Officer**

**Date: 27<sup>th</sup> May, 2024**

**Place: Vadodara**

**Date: 27<sup>th</sup> May, 2024**

**Place: Vadodara**

**Notes on Significant Accounting policies forming part of the Standalone Financial Statements**

**1.**

**1.1 COMPANY OVERVIEW AND MATERIAL ACCOUNTING POLICIES:**

**1.2 CORPORATE INFORMATION**

POLYMECHPLAST MACHINES LIMITED (‘the Company’) is into the manufacturing and export of various range of plastic processing machines.

The Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024 were authorized for issue in accordance with a resolution of the Board of Directors on 27<sup>th</sup> May, 2024.

**1.3 BASIS OF PREPARATION**

**i. Compliance with Ind AS**

The financial statements comply in all material aspects with Indian Accounting Standards (“Ind AS”) notified under section 133 of the Companies Act, 2013 (“the Act”), Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act as applicable.

**ii. Historical cost convention**

The financial statements have been prepared on a historical cost basis, except the following:

- Certain financial assets and liabilities that are measured at fair value;
- Defined benefit plans – plan assets measured at fair value.

**iii. Functional and presentation currency**

These financial statements are presented in Indian Rupees, which is the Company’s functional currency, and all values are rounded to the nearest lakhs, except otherwise indicated.

**iv. Composition of Financial Statements**

**The financial statements comprise:**

- Balance Sheet
- Statement of Profit and Loss
- Statement of Cash Flow
- Statement of Changes in Equity
- Notes to Financial Statements

**2. MATERIAL ACCOUNTING POLICIES**

**A. Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

**An asset is treated as current when it is:**

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

**A liability is current when:**

- It is expected to be settled in normal operating cycle



- It is held primarily for the purpose of trading
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has identified twelve months as its operating cycle for the purpose of current / noncurrent classification of assets and liabilities.

#### **B. Property, Plant and Equipment:**

##### **Recognition and measurement**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation, and impairment loss, if any. Cost includes purchase price, including non-refundable duties and taxes, expenditure that is directly attributable to bring the assets to the location and condition necessary for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located, if any.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees, and for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policies. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Spare parts are treated as capital assets when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory.

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 gains or losses on their disposal, determined by comparing sales proceeds with carrying amount, are recognised in the Statement of Profit or Loss.

##### **Subsequent Expenditure;**

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

##### **De-Recognition:**

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from its use. Any gain or loss arising from its de-recognition is measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss when the asset is de-recognised.

##### **Depreciation methods, estimated useful lives and residual value:**

Depreciation on property, plant and equipment is provided using the straight-line method based on the life and in the manner prescribed in Schedule II to the Companies Act, 2013, and is generally recognized in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided based on the useful life and in the manner prescribed in Schedule II to the Companies Act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets. Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

### **Capital Work-in-Progress**

Plant and properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying asset, borrowing costs capitalized in accordance with the Company's accounting policies. Such plant and Properties are classified and capitalized to the appropriate categories of Property, Plant and Equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the asset are ready for their intended use.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets" and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

### **C. Intangible Assets:**

#### **Recognition and measurement**

Intangible assets are recognized only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably. Intangible Assets are stated at cost of acquisition less accumulated amortization and accumulated impairment, if any.

Research costs are expensed as incurred. Product development expenditure incurred on individual product project is recognized as an intangible asset when the Company can demonstrate:

- The technical feasibility of completing the intangible asset so that it will be available or use or sale;
- Its intention to complete the asset and use or sell it;
- its ability to use or sell the asset;
- the availability of adequate resources to complete the development and to use or sell the asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during development.

#### **Amortization**

Any expenditure capitalized as technical knowhow is amortized on a straight-line basis not exceeding over a period of ten years from the month of addition of the underlying product.

#### **De- recognition of Intangible Assets:**

Intangible asset is de-recognised on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the Statement of Profit and Loss when the asset is de-recognized.

### **D. Impairment of Non-financial assets:**

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit (CGU) to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU, or otherwise they are allocated to the smallest group of CGU for which a reasonable and consistent allocation basis can be identified.

The Company's corporate assets do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of

any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

**E. Inventories:**

Inventories are measured at lower of cost and net realizable value. Cost of inventories is determined on a FIFO (as mentioned below), after providing for obsolescence and other losses as considered necessary. Cost includes expenditure incurred in acquiring the inventories, reduction and conversion costs and other costs incurred in bringing them to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

Items of Inventory are valued on the principle laid down by the Ind AS 2 on Inventories on the basis given below:

(a)	Raw Materials, Stores & Spares (that are not capitalized) and Fuel	Lower of cost (determined on FIFO) and net realizable value.
(b)	Packing Material	Lower of cost (determined on FIFO) and net realizable value.
(c)	Traded Goods	Lower of cost and net realizable value.
(d)	Work-in-Progress	Lower of cost and net realizable value. Cost includes direct materials, labour and a proportion of manufacturing overheads based on normal operating capacity.
(e)	Finished Goods	Lower of cost and net realizable value. Cost includes direct materials, labour, a proportion of manufacturing overheads based on normal operating capacity and excise duty.

The comparison of cost and net realisable value is made on an item-by-basis.

**F. Investments in associates**

The Company records the investments in associates at cost less impairment loss, if any. On disposal of investment in associate, the difference between net disposal proceeds and the carrying amounts (including corresponding value of dilution in deemed investment) are recognized in the Statement of Profit and Loss.

**G. Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial Assets:**

**Initial recognition, classification and measurement**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

#### **Debt instruments at amortised cost**

A 'debt instrument' is measured at its amortised 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 amortised cost using the effective interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit or loss.

#### **Debt instrument at FVTOCI**

A 'debt instrument' is classified at FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial Assets, and
- b) The asset's contractual cash flows represent solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

#### **Debt instrument at FVTPL**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL.

In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The company has designated certain debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

#### **Equity Investments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by instrument basis.

The classification is made on initial recognition and is irrevocable. If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

### **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) 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**

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Trade receivables or any contractual right to receive cash or another financial asset.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables and
- Other receivables

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

### **Financial Liabilities:**

#### **Initial recognition and Measurement**

The Company's financial liabilities include trade and other payables, loans and borrowings. All financial liabilities are recognized initially at fair value and in the case of loans, borrowings and payables recognized net of directly attributable transaction costs.

#### **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

#### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

### **Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an Integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

### **Derecognition**

A financial liability is derecognised 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 substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## **H. Derivative financial instruments**

The Company uses derivative financial instruments such as forward contracts to hedge its foreign currency risks relating to highly probable transactions or firm commitments. Such forward Exchange Contracts are marked to market and resulting gains or losses are recorded in the statement of profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

## **I. Cash and cash equivalents**

Cash and cash equivalent 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.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## **J. Cash dividend**

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

## **K. Foreign Currency Translation:**

### **Initial Recognition:**

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

### **Conversion:**

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the

exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

**L. Revenue recognition:**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses promises in the contract that are separate performance obligations to which a portion of transaction price (net of variable consideration) is allocated.

Revenue from the sale of goods is recognized at the point in time when control of the asset is asset is transferred to the customer, generally on the delivery of the goods.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing component, non-cash component and consideration payable to the customer like return, allowances, trade discounts and volume rebates.

Sales are disclosed excluding net of sales returns, service tax, value added tax and Goods and Service Tax (GST).

**M. Other Income**

**Interest income**

Interest income from the financial assets is recognized on a time basis, by reference to the principle outstanding using the effective interest method provided it is probable that the economic benefits associated with the interest will flow to the Company and the amount of interest can be measured reliably. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of that financial asset.

**Dividend income**

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**Insurance Claims:**

Insurance claims are accounted on accrual basis when there is reasonable certainty of reliability of the claim amount.

**Export Benefits**

Duty free imports of raw materials under Advance License for imports as per the Import and Export Policy are matched with the exports made against the said licenses and the net benefit/obligation is accounted by making suitable adjustments in raw material consumption.

The benefits accrued under the duty drawback scheme as per the Import and Export Policy in respect of exports made under the said scheme are recognised where there is a reasonable assurance that the benefits will be received and the company shall comply with the attached conditions. The same have been included under the head 'Export Incentives'.

**N. Employee benefits:**

Employee benefits include short term employee benefits, contribution to defined contribution schemes, contribution to defined benefit plan and Compensated absences.

**Short-term employee benefits**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services up to the end of the reporting period and

are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

#### **Contribution towards defined benefit contribution schemes**

Contribution towards provident fund and superannuation fund is made to the regulatory authorities. Contributions to the above scheme are charged to the Statement of profit and loss in the year when the contributions are due. Such benefits are classified as defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions to be made.

#### **Defined benefit Plan**

##### **Gratuity plan**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is eligible for gratuity on post-employment at 15 days salary (last drawn salary) for each completed year of service as per the rules of the Company. The aforesaid liability is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of the financial year. The scheme is funded with an insurance Company in the form of a qualifying insurance policy. Current service cost, Past-service costs are recognised immediately in Statement of profit or loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.

#### **Compensated Absences**

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is determined on actual basis at the end of each year.

#### **O. Borrowing costs:**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All other borrowing costs are expensed in the period in which they are incurred.

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

#### **P. Income taxes:**

The tax expense comprises of current income tax and deferred tax.

#### **Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current Income tax (including Minimum Alternate Tax (MAT)) is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Management periodically



evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### **Deferred tax**

Deferred tax is provided using the liability approach temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

#### **Q. Provisions and Contingent liabilities and contingent assets:**

##### **a) Provisions:**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provisions are reviewed at each balance sheet and adjusted to reflect the current best estimates.

**b) Contingent Liabilities and Contingent assets:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non—occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

A contingent asset is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements.

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

**R. Earnings per Share:**

**1. Basic earnings per share**

Basic earnings per share are calculated by dividing:

- the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period.

**2. Diluted earnings per share**

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**S. Leases:**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as a lessee**

**(A) Lease Liability**

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using incremental borrowing rate.

**(B) Right-of-use assets**

Initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives.

**Subsequent measurement**

**(A) Lease Liability**

Company measure the lease liability by (a) increasing the carrying amount to reflect interest on the lease liability; (b) reducing the carrying amount to reflect the lease payments made; and (c) remeasuring the carrying amount to reflect any reassessment or lease modifications.

**(B) Right-of-use assets**

Subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight line basis over the shorter of the lease term and useful life of the underlying asset.

**Impairment**

Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

**Short term Lease:**

Short term lease is that, at the commencement date, has a lease term of 12 months or less. A lease that contains a purchase option is not a short-term lease. If the company elected to apply short term lease, the lessee shall recognise the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis. The lessee shall apply another systematic basis if that basis is more representative of the pattern of the lessee's benefit.

**As a lessor**

Leases for which the company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income is recognised in the statement of profit and loss on straight line basis over the lease term.

**T. Segment reporting**

Based on "Management Approach" as defined in Ind AS 108 -Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates the resources based on an analysis of various performance. The analysis of geographical segments is based on the geographical location of the customers wherever required.

Unallocable items include general corporate income and expense items which are not allocated to any business segment.

**Segment Policies:**

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole. Common allocable costs are allocated to each segment on an appropriate basis.

**U. Exceptional items:**

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

**Use of Judgments, Estimates and Assumptions**

The preparation of the Company's separate financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

#### **Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the separate financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

##### **a. Determination of the estimated useful life of tangible assets**

Useful life of tangible assets is based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful life are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support.

##### **b. Defined benefit plans (gratuity benefits)**

A liability in respect of defined benefit plans is recognised in the balance sheet, and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets. The present value of the defined benefit obligation is based on expected future payments which arise from the fund at the reporting date, calculated annually by independent actuaries. Consideration is given to expect future salary levels, experience of employee departures and periods of service.

##### **c. Taxes**

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts initially recorded, such differences will impact the current and deferred tax provisions in the period in which the tax determination is made. The assessment of probability involves estimation of a number of factors including future taxable income.

##### **d. Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

##### **e. Provision against obsolete and slow-moving inventories**

The Company reviews the condition of its inventories and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use. Company estimates the net realisable value for such inventories based primarily on the latest invoice prices and current market conditions. The Company carries out an inventory review at each balance sheet date and makes provision against obsolete and slow-moving items. The Company reassesses the estimation on each balance sheet date.

##### **f. Impairment of financial assets**

The Company assesses impairment based on expected credit losses (ECL) model on trade receivables. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default

rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed defaults rates are updated and changes in the forward-looking estimates are analyzed.

**g. Impairment of non- financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre- tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

These calculations are corroborated by valuation multiples, quoted share price for publicly traded subsidiaries or other available fair value indicators.

**h. Other Provisions**

Significant estimates are involved in the determination of provisions. Legal proceedings often involve complex legal issues and are subject to substantial uncertainties. Accordingly, considerable judgment is part of determining whether it is probable that there is a present obligation as a result of a past event at the end of the reporting period, whether it is probable that such a Legal Proceeding will result in an outflow of resources and whether the amount of the obligation can be reliably estimated.

**3. Recent 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. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

**Notes to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024**

**4A – Property, Plant & Equipment**

Particulars	Freehold Land	Right of Use Asset – Leasehold Land	Buildings	Plant & Machinery	Computer	Vehicles	Furniture	Office Equipment	Electrical Installation	Testing Equipment	Pattern Die & Mould	Air Conditioner	Total
Gross Carrying Amount as at 01-04-2023	343.05	76.89	1,038.86	48.44	40.92	126.82	156.75	35.04	67.62	1.96	13.04	28.61	1,978.00
Additions	-	-	1.13	78.65	-	-	2.06	-	-	-	0.53	0.41	82.78
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Gross Carrying Amount as at 31-03-2024	343.05	76.89	1,039.99	127.09	40.92	126.82	158.81	35.04	67.62	1.96	13.56	29.02	2,060.78
Closing Accumulated Depreciation as at 01-04-2023	-	2.20	124.20	20.05	29.32	60.32	36.33	27.31	26.16	1.96	1.39	16.69	345.95
Charge for the year	-	1.10	36.40	6.92	6.80	10.98	14.48	2.18	4.53	-	2.50	4.37	90.26
On disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing Accumulated Depreciation as at 31-03-2024	-	3.30	160.60	26.97	36.12	71.30	50.81	29.48	30.69	1.96	3.90	21.07	436.22
Net Carrying Amount:													

As at 31-03-2024	343.05	73.60	879.38	100.12	4.79	55.51	107.99	5.56	36.93	-	9.67	7.96	1,624.56
As at 31-03-2023	343.05	74.69	914.65	28.39	11.59	66.49	120.42	7.74	41.45	-	11.64	11.92	1,632.04

**Notes:**

**(i) Assets pledge as security and other restrictions:**

The lease hold Land and Buildings, all movable Plant and Machineries and Equipments are pledge as security on to the bankers under a mortgage against the term loans, cash credit and other facilities availed or to be availed by the company.

The one of the factory office of the company having net value of Rs. 24.66 lakhs has been furnished as security to the satisfaction of the court, in relation to a court case of insurance claim. The Company is not allowed to sell this office building to other entity.

Particulars	Freehold Land	Right of Use Asset - Leasehold Land	Buildings	Plant & Machinery	Computer	Vehicles	Furniture	Office Equipment	Electrical Installation	Testing Equipment	Pattern Die & Mould	Air Conditioner	Total
Gross Carrying Amount as at 01-04-2022	343.05	76.89	1,022.89	44.05	36.79	126.82	154.02	34.57	67.62	1.96	0.19	28.32	1,937.19
Additions	-	-	15.96	4.39	4.13	-	2.73	0.47	-	-	12.85	0.29	40.81
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Gross Carrying Amount as at 31-03-2023	343.05	76.89	1,038.86	48.44	40.92	126.82	156.75	35.04	67.62	1.96	13.04	28.61	1,978.00
Closing Accumulated Depreciation as at 01-04-2022	-	1.10	88.15	16.12	20.48	48.99	21.89	23.50	20.04	1.63	-	12.44	254.35
Charge for the year	-	1.10	36.05	3.93	8.84	11.34	14.44	3.81	6.12	0.33	1.39	4.25	91.61

On disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Closing Accumulated Depreciation as at 31-03-2023</b>	-	<b>2.20</b>	<b>124.20</b>	<b>20.05</b>	<b>29.32</b>	<b>60.32</b>	<b>36.33</b>	<b>27.31</b>	<b>26.16</b>	<b>1.96</b>	<b>1.39</b>	<b>16.69</b>	<b>345.95</b>
<b>Net Carrying Amount:</b>													
<b>As at 31-03-2023</b>	<b>343.05</b>	<b>74.69</b>	<b>914.65</b>	<b>28.39</b>	<b>11.59</b>	<b>66.49</b>	<b>120.42</b>	<b>7.74</b>	<b>41.45</b>	<b>-</b>	<b>11.64</b>	<b>11.92</b>	<b>1,632.04</b>
<b>As at 31-03-2022</b>	<b>343.05</b>	<b>75.79</b>	<b>934.74</b>	<b>27.39</b>	<b>16.31</b>	<b>77.83</b>	<b>132.13</b>	<b>11.08</b>	<b>47.58</b>	<b>0.33</b>	<b>0.19</b>	<b>15.88</b>	<b>1,682.84</b>

**Notes:**

**(i) Assets pledge as security and other restrictions:**

The lease hold Land and Buildings, all movable Plant and Machineries and Equipments are pledge as security on to the bankers under a mortgage against the term loans, cash credit and other facilities availed or to be availed by the company.

The one of the factory office of the company having net value of Rs. 25.13 lakhs has been furnished as security to the satisfaction of the court, in relation to a court case of insurance claim. The Company is not allowed to sell this office building to other entity.



**Notes to the Standalone Financial Statements for the year ended  
31<sup>st</sup> March, 2024**

All amounts are Rs. - in Lakhs, unless otherwise stated

**4B Intangible Assets**

Particulars	Computer Software	Total
<b>Gross carrying amount as at 01-04-2023</b>	12.00	12.00
Additions	0.25	0.25
Disposal	-	-
<b>Gross carrying amount as at 31-03-2024</b>	<b>12.25</b>	<b>12.25</b>
<b>Closing Accumulated Depreciation as at 01-04-2023</b>	0.36	0.36
Charge for the year	3.80	3.80
On Disposals	-	-
<b>Closing Accumulated Depreciation as at 31-03-2024</b>	<b>4.17</b>	<b>4.17</b>
<b>Net carrying amount</b>		
As at 31-03-2024	8.08	8.08
As at 31-03-2023	11.64	11.64

Particulars	Computer Software	Total
<b>Gross carrying amount as at 01-04-2022</b>	-	-
Additions	12.00	12.00
Disposal	-	-
<b>Gross carrying amount as at 31-03-2023</b>	<b>12.00</b>	<b>12.00</b>
<b>Closing Accumulated Depreciation as at 01-04-2022</b>	-	-
Charge for the year	0.36	0.36
On Disposals	-	-
<b>Closing Accumulated Depreciation as at 31-03-2023</b>	<b>0.36</b>	<b>0.36</b>
<b>Net carrying amount</b>		
As at 31-03-2023	<b>11.64</b>	<b>11.64</b>
As at 31-03-2022	-	-

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>5. Investments</b>		
<b>Investments carried at Cost</b>		
<b>Investment in Equity Instruments (Unquoted fully paid up)</b>		
<b>Investment in Associate</b>		
60,000 (PY: 60,000) Equity Shares of Rs. 10 each at fully paid up of Pramukh Medical Devices Private Limited	-	6.00
7,20,000 (PY: Nil) Equity Shares of Rs. 10 each at fully paid up of TBC-Goldcoin Private Limited	72.00	-
<b>Investments at Fair Value Through Other Comprehensive Income*</b>		
Investment in Equity Instruments (Unquoted fully paid up)		
4 (PY: 4) Equity shares of Makarpura Industrial Estate Co-operative Bank Ltd.	0.00	0.00
1 (PY: 1) Equity share of Plastics Machinery Manufacturers Association of India	0.00	0.00
<b>Total</b>	<b>72.00</b>	<b>6.00</b>

<b>Aggregate Value of Unquoted Investment</b>	<b>72.00</b>	<b>6.00</b>
(*) Value is Nil due to rounding off in lakhs.		
<b>6. Other Financial Assets</b>		
<b>Unsecured, Considered Good</b>		
Security Deposits	19.04	22.80
Bank Deposits with more than 12 months of Maturity(*)	576.22	326.19
<b>Total</b>	<b>595.25</b>	<b>348.99</b>
(*) The above fixed deposits includes Rs. 500.00 lakhs secured as margin against the overdraft facilities from banks and Rs. 76.22 lakhs pledged in relation to a court case of insurance claim.		
<b>7. Other Non-Current Assets</b>		
<b>Unsecured, Considered Good</b>		
Capital Advance	-	0.91
Income Tax (Net of provisions)	20.72	58.95
<b>Total</b>	<b>20.72</b>	<b>59.86</b>
<b>8. Inventories</b>		
<b>(At lower of cost and net realizable value)</b>		
Raw Materials & Components	662.26	831.38
Work in Progress	418.89	491.30
Finished Goods	32.21	22.42
<b>Total</b>	<b>1,113.36</b>	<b>1,345.09</b>
Notes: (i) The above inventories are pledge as securities to the bankers against the fund based and non-fund based credit limits availed by the Company.		
<b>9. Trade Receivables</b>		
<b>Trade Receivables Considered Good-Unsecured</b>		
- Receivable from Related Parties	0.72	0.88
- Others	273.57	159.00
<b>Total</b>	<b>274.30</b>	<b>159.88</b>
Less: Expected Credit Loss Allowance	(9.31)	(1.22)
<b>Total</b>	<b>264.99</b>	<b>158.66</b>

Notes:

(i) The above trade receivables are pledge as securities to the bankers against the fund based and non-fund based credit limits availed or to be availed by the Company.

(ii) **Trade Receivables Ageing Summary:**

Particulars	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>As at 31<sup>st</sup> March, 2024</b>						
(i) Undisputed Trade Receivable - Considered Good	216.57	11.18	36.09	9.73	0.72	274.30
(ii) Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivable - credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>216.57</b>	<b>11.18</b>	<b>36.09</b>	<b>9.73</b>	<b>0.72</b>	<b>274.30</b>

Less: Expected Credit Loss (ECL)	-	0.11	3.61	4.87	0.72	9.31
<b>Total Trade Receivable</b>	<b>216.57</b>	<b>11.06</b>	<b>32.48</b>	<b>4.87</b>	<b>-</b>	<b>264.99</b>
<b>As at 31<sup>st</sup> March, 2023</b>						
(i) Undisputed Trade Receivable - Considered Good	80.48	78.67	-	-	0.72	159.88
(ii) Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivable - credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>80.48</b>	<b>78.67</b>	<b>-</b>	<b>-</b>	<b>0.72</b>	<b>159.88</b>
Less: Expected Credit Loss (ECL)	-	0.79	-	-	0.43	1.22
<b>Total Trade Receivable</b>	<b>80.48</b>	<b>77.88</b>	<b>-</b>	<b>-</b>	<b>0.29</b>	<b>158.66</b>

<b>10. Cash and Cash Equivalents</b>		
Balance with Banks		
- In Current Account		0.56
Cash in Hand		2.88
<b>Total</b>	<b>3.43</b>	<b>1.89</b>
<b>11. Bank Balances Other Than Above</b>		
<b>Other Bank Balances</b>		
Term Deposits with maturity less than 12 months	268.05	698.71
Unpaid Dividend	44.43	36.37
<b>Total</b>	<b>312.48</b>	<b>735.08</b>
<b>12. Loans</b>		
<b>Unsecured, Considered Good</b>		
Advances to Employees	0.36	0.39
<b>Total</b>	<b>0.36</b>	<b>0.39</b>
<b>13. Other Financial Assets</b>		
Interest Accrued on Deposits	1.93	0.39
<b>Total</b>	<b>1.93</b>	<b>0.39</b>
<b>14. Other Current Assets</b>		
<b>Unsecured, Considered Good</b>		
Expenses Paid in Advance	6.24	5.28
Advances to Supplier	103.69	10.11
Balance with Revenue Authorities	17.05	7.48
Balance with Gratuity Fund (Refer Note 33)	1.45	4.12
<b>Total</b>	<b>128.44</b>	<b>27.00</b>

#### 15. Equity Share Capital

##### Authorised Share Capital

Particulars	Equity Shares	
	No. of Shares	Amount
<b>At 1<sup>st</sup> April, 2022</b>	75,00,000	750.00
Increase / (decrease) during the year	-	-

<b>At 31<sup>st</sup> March, 2023</b>	75,00,000	750.00
Increase /(decrease) during the year	-	-
<b>At 31<sup>st</sup> March, 2024</b>	75,00,000	750.00

**Issued Share Capital**

Particulars	Equity Shares	
	No. of Shares	Amount
<b>At 1<sup>st</sup> April, 2022</b>	56,01,710	560.17
Increase /(decrease) during the year	-	-
<b>At 31<sup>st</sup> March, 2023</b>	56,01,710	560.17
Increase /(decrease) during the year	-	-
<b>At 31<sup>st</sup> March, 2024</b>	56,01,710	560.17

**(a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year**

Equity Share Capital	No. of Shares	Amount
<b>At 1<sup>st</sup> April, 2022</b>	56,01,710	560.17
Add: Equity shares issued during the year	-	-
<b>At 31<sup>st</sup> March, 2023</b>	56,01,710	560.17
Add: Equity shares issued during the year	-	-
<b>At 31<sup>st</sup> March, 2024</b>	56,01,710	560.17

**(b) Preferential shares issued during the previous year**

The Company has raised Rs. 500.21 lakhs by preferential issue of 8,20,010 Equity Shares of face value Rs.10/- each at an issue price of Rs. 61 per equity share (including premium of Rs. 51 per equity share) and the allotment of shares pursuant to the above was made on 9<sup>th</sup> October, 2021.

**(c) Terms / Rights attached to equity shares**

The company has only one class of equity share having a par value of Rs. 10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive any remaining assets of the company, after distribution of all preferential amounts.

**(d) Shares held by shareholders each holding more than 5% of the shares**

Shareholders	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	No. of Shares	Percentage	No. of Shares	Percentage
Mahendra Ravjibhai Bhuva	6,48,742	11.58%	6,48,742	11.58%
Hansaben Mahendrabhai Bhuva	4,41,653	7.88%	4,41,653	7.88%
Himmatbhai Parsottambhai Bhuva	3,77,650	6.74%	3,77,650	6.74%
Yesha Electrical Private Limited	5,24,920	9.37%	5,24,920	9.37%

**(e) Shareholding of Promoters:**

Shares held by Promoters as at 31 <sup>st</sup> March, 2024	No. of Shares	% Held	% change during the year
Mahendra Ravjibhai Bhuva	6,48,742	11.58%	0.00%
Hansaben Mahendrabhai Bhuva	4,41,653	7.88%	0.00%
Himmatbhai Parsottambhai Bhuva	3,77,650	6.74%	0.00%
Meetaben Himmatlal Bhuva	2,73,950	4.89%	0.00%
Anand Mahendrabhai Bhuva	1,49,287	2.67%	0.00%
Savan H Bhuva	1,14,530	2.04%	0.00%
Akshay Bhuva	38,219	0.68%	0.00%
Hemangini Devesh Pathak	200	0.00%	0.00%

Shares held by Promoters as at 31 <sup>st</sup> March, 2023	No. of Shares	% Held	% change during the year
Mahendra Ravjibhai Bhuva	6,48,742	11.58%	0.00%
Hansaben Mahendrabhai Bhuva	4,41,653	7.88%	0.00%
Himmatbhai Parsottambhai Bhuva	3,77,650	6.74%	0.00%
Meetaben Himmatlal Bhuva	2,73,950	4.89%	0.00%
Anand Mahendrabhai Bhuva	1,49,287	2.67%	0.00%
Savan H Bhuva	1,14,530	2.04%	0.00%
Akshay Bhuva	38,219	0.68%	0.00%
Hemangini Devesh Pathak	200	0.00%	0.00%

#### 16. Other Equity

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Capital Reserve	49.49	49.49
Securities Premium	414.22	414.22
Retained Earnings	1523.48	1498.32
<b>Total</b>	<b>1987.19</b>	<b>1962.03</b>

##### (i) Reserves & Surplus

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Capital Reserve</b>	<b>49.49</b>	<b>49.49</b>
<b>Securities Premium</b>	<b>414.22</b>	<b>414.22</b>
<b>Retained Earnings</b>		
Opening Balance	1498.32	1394.43
Add: Profit for the year	79.17	154.92
Add/(Less): Remeasurement of the net defined benefit liability/asset, net of tax effect	2.01	4.98
Less: Dividend on Equity Shares	(56.02)	(56.02)
<b>Total</b>	<b>1523.48</b>	<b>1498.32</b>
<b>Total</b>	<b>1987.19</b>	<b>1962.03</b>

##### (ii) Nature and Purpose of Reserves

**Capital Reserve Account:** The company has transferred unpaid call money on account of share forfeiture to capital reserve.

**Securities Premium Account:** Securities premium account is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

**Retained Earnings:** Retained earnings are the profits / loss that the Company has earned / incurred till date, less any transfers to other reserves, dividends or other distributions paid to its equity shareholders.

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>17. Deferred Tax Liabilities (Net)</b>		
<b>Deferred Tax Liability</b>		
Related to Property, Plant and Equipments	50.27	39.34
<b>Total</b>	<b>50.27</b>	<b>39.34</b>
<b>Deferred Tax Assets</b>		
Expenses Allowable u/s 43B of the Income Tax Act, 1961	46.51	10.56

Others		3.43	1.71
<b>Total</b>		<b>49.94</b>	<b>12.27</b>
<b>Net Deferred Tax (Assets) / Liabilities</b>		<b>0.34</b>	<b>27.07</b>
<b>18. Borrowings</b>			
<b>Secured - At Amortized Cost</b>			
Loans Repayable on Demand (Refer Note (i))			
- From Bank (Cash Credit)		104.66	420.63
- From Bank (Overdraft)		0.54	-
<b>Total</b>		<b>105.19</b>	<b>420.63</b>

**(i) Nature of security:**

The above cash credit facility from Indian Overseas Bank is secured By Stock & Book Debts and further secured by equitable mortgage of Factory Land, Building and Industrial Shed. Moreover, 2 Directors have given personal guarantee for the said loan. The CC is at the interest rate of 9.35% p.a. (PY 8.30% p.a.)

The above overdraft facility from HDFC Bank is against fixed deposits. The OD is at the interest rate of 7.90% p.a. (PY Nil).

<b>19. Trade Payables</b>		
Total Outstanding Dues of Micro and Small Enterprises (Refer Note 40)	394.70	221.62
Total Outstanding Dues of Creditors Other Than Micro and Small Enterprises	209.70	436.74
<b>Total</b>	<b>604.40</b>	<b>658.35</b>

**19.1 Trade Payables Ageing Summary:**

Particulars	Less than 1 year	1-2 years	2-3 Years	More than 3 Years	Total
<b>As at 31<sup>st</sup> March, 2024</b>					
(i) Undisputed total outstanding dues of Micro and small enterprises	394.70	-	-	-	<b>394.70</b>
(ii) Others	207.56	0.41	1.74	-	<b>209.70</b>
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>As at 31<sup>st</sup> March, 2023</b>					
(i) Undisputed total outstanding dues of Micro and small enterprises	221.62	-	-	-	<b>221.62</b>
(ii) Others	435.00	1.74	-	-	<b>436.74</b>
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-

<b>20. Other Financial Liabilities</b>		
Other Expenses Payable	25.44	5.23
Unpaid Dividends*	44.43	36.37
<b>Total</b>	<b>69.87</b>	<b>41.60</b>

(\* ) To be deposited with Investor Education and Protection Fund as when they became due.

<b>21. Other Current Liabilities</b>		
Advances From Customers	605.78	491.97
Statutory Dues Payable	96.01	59.69
Salary & Wages Payable	38.80	38.33
Capital Advance Received	13.00	13.00
<b>Total</b>	<b>753.59</b>	<b>602.98</b>

<b>22. Provisions</b>		
<b>Provision for Employee Benefits</b>		
- Provision for Compensated Absences (Refer Note 33)	17.39	24.41
- Provision for Bonus/Ex-gratia	28.56	24.21
<b>Other Provisions</b>		
- Warranties (Refer Note 32)	4.32	5.58
<b>Total</b>	<b>50.28</b>	<b>54.20</b>

Particulars	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2023
<b>23. Revenue From Operations</b>		
Sale of Products	5,887.86	6,904.28
Sale of Services	16.48	17.82
<b>Total</b>	<b>5,904.35</b>	<b>6,922.09</b>
<b>Disaggregation of Revenue</b>		
<b>Revenue based on Geography</b>		
<b>Sale of Products</b>		
- Domestic Sales	5,789.74	6,804.21
- Export Sales	98.13	100.07
<b>24. Other Income</b>		
Interest Income	54.26	48.59
Rent Income	2.40	-
Net Gain on Foreign Currency Transactions / Translations	2.67	8.84
Other Non-Operating Income (Net of Expenses)	6.82	5.56
<b>Total</b>	<b>66.15</b>	<b>62.99</b>
<b>Details of Interest Income</b>		
<b>Interest Income Comprises (measured at ammortised cost)</b>		
Interest from Banks on Fixed Deposits	52.15	45.99
Other Interest	2.10	2.60
<b>Total - Interest Income</b>	<b>54.26</b>	<b>48.59</b>
<b>Details of Other Non - Operating Income</b>		
<b>Other Non-Operating Income Comprises:</b>		
Export Incentives	2.52	0.67
Reversal on account of Expected Credit Loss Allowance	-	2.81
Other Miscellaneous Income	4.30	2.08
<b>Total - Other Non-Operating Income</b>	<b>6.82</b>	<b>5.56</b>
<b>25. Cost of Materials Consumed</b>		
<b>Raw Material Consumption</b>		
Opening Stock	831.38	895.57
Add: Purchases	4190.56	5213.96
	<b>5021.94</b>	<b>6109.53</b>
Less: Closing stock	662.26	831.38
<b>Total</b>	<b>4359.67</b>	<b>5278.15</b>
<b>26. Changes in Inventories of Finished Goods, Work-In-Progress and Stock-in-Trade</b>		
<b>(A) Inventories at the beginning of the year:</b>		
Finished Goods	22.42	46.51
Semi Finished Goods	491.30	329.86
	<b>513.72</b>	<b>376.37</b>
<b>(B) Inventories at the end of the year:</b>		
Finished Goods	32.21	22.42
Semi Finished Goods	418.89	491.30
	<b>451.10</b>	<b>513.72</b>

<b>Net Change in Inventories (A-B)</b>	<b>62.62</b>	<b>(137.35)</b>
<b>27. Employee Benefits Expenses</b>		
Salaries, wages, bonus, ex-gratia, allowances ,etc.	533.56	567.41
Contributions to Provident Fund and Other Funds	33.70	34.86
Staff welfare expenses	3.33	18.89
	<b>570.58</b>	<b>621.16</b>
<b>28. Finance Costs</b>		
Interest Costs:		
- Interest on Borrowings	41.56	41.25
Other Borrowing Costs	4.13	4.99
	<b>45.69</b>	<b>46.23</b>
<b>29. Other Expenses</b>		
Power and Fuel	21.16	25.81
Labour Charges	346.01	447.08
Repairs and Maintenance:		
- Machinery	1.70	8.46
- Others	14.20	20.56
Rates and Taxes	5.24	9.67
Rent Expenses (Refer Note 36)	2.65	1.44
Consultancy Charges	74.83	58.82
Auditor's Remuneration (Refer Note 29(i))	5.35	6.89
Travelling and Conveyance	37.32	38.11
Insurance	6.55	5.91
Selling and Distribution Expenditure	17.37	63.43
Freight Expenses	103.60	117.96
Sales Commission	0.20	3.88
Bad Debts / Advances Written Off	-	0.69
Expected Credit Loss Allowance (Refer Note No.39(A)(ii))	8.09	-
Donation	6.13	0.67
Miscellaneous Expenses	73.98	69.20
Impairment of Investment in Associates	6.00	-
<b>Total</b>	<b>730.36</b>	<b>878.58</b>
<b>(i) Auditor's Remuneration:</b>		
<b>Payments to the Statutory Auditors Comprises:</b>		
Statutory Audit (Including Limited Review)	4.00	4.50
Tax Audit	1.00	1.25
Other Certification Services	0.35	1.14
<b>Total</b>	<b>5.35</b>	<b>6.89</b>

### 30A TAX EXPENSE

<b>(a) Income Tax Expense</b>		
<u>Current Tax</u>		
Current Tax on profits for the year	55.62	33.31
Income Tax adjustments for earlier years	0.12	8.55
	<b>55.74</b>	<b>41.86</b>
<u>Deferred Tax</u>		
	(27.41)	9.56
	<b>(27.41)</b>	<b>9.56</b>
	<b>28.33</b>	<b>51.42</b>



<b>(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate</b>		
Profit Before Income Tax Expense	107.50	206.34
<b>Tax at the Indian tax rate of 25.168% (2022-23 – 25.168%)</b>	27.06	51.93
<b>Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:</b>		
Non-deductible tax expenses	1.15	0.21
Allowances under section 43B of Income Tax Act, 1961	-	(9.27)
Reversal/ taxes paid of earlier year	0.12	8.55
<b>Income Tax Expense</b>	<b>28.33</b>	<b>51.42</b>

**30B The Major Components of Deferred Tax (Liabilities) / Assets arising on Account of Timing Differences are as follows:**

As at 31 <sup>st</sup> March, 2024	Balance Sheet	Profit & Loss	OCI	Balance Sheet
	01-04-2023	2023-24	2023-24	31-03-2024
Difference between written down value / capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	(39.34)	(10.93)	-	(50.27)
Allowances under section 43B of Income Tax Act, 1961	11.70	36.31	-	48.01
On account of provision of Expected Credit losses	0.31	2.04	-	2.34
Remeasurement benefit of the defined benefit plans through OCI	0.26	-	(0.67)	(0.41)
<b>Net Deferred Tax Asset / (Liabilities)</b>	<b>(27.07)</b>	<b>27.41</b>	<b>(0.67)</b>	<b>(0.34)</b>

As at 31 <sup>st</sup> March, 2023	Balance Sheet	Profit & Loss	OCI	Balance Sheet
	01-04-2022	2022-23	2022-23	31-03-2023
Difference between written down value / capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	(28.44)	(10.90)	-	(39.34)
Allowances under section 43B of Income Tax Act, 1961	9.65	2.05	-	11.70
On account of provision of Expected Credit losses	1.01	(0.71)	-	0.31
Remeasurement benefit of the defined benefit plans through OCI	1.94	-	(1.68)	0.26
<b>Net Deferred Tax Asset / (Liabilities)</b>	<b>(15.83)</b>	<b>(9.56)</b>	<b>(1.68)</b>	<b>(27.07)</b>

**31. Earnings Per Share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Profit attributable to equity holders of the Company for basic and diluted earnings per share	79.17	154.92
Weighted average number of shares at year end for basic and diluted earnings per shares(in Nos.)	56,01,710	56,01,710
<b>Basic and Diluted Earnings Per Share (in Rs.)</b>	<b>1.41</b>	<b>2.77</b>

### 32. Disclosure Relating to Provision

#### Provision for Warranty

Warranty cost are provided based on a technical estimated of the costs required to be incurred for repairs, replacement, material cost, servicing and past experience in respect of warranty costs. It is expected that this expenditure will be incurred over the contractual warranty period.

The movement in the above provision are summarized below:

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Opening Balance	5.58	7.03
Add: Provision created during the year	-	-
Less: Provision utilized during the year	1.26	1.45
<b>Closing Balance</b>	<b>4.32</b>	<b>5.58</b>

### 33. Employee Benefits

#### **[A] Defined Benefit Plan:**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded. The following tables summaries the components of net benefit expense recognized in the Statement of profit and loss and the funded status and amounts recognized in the balance sheet for the gratuity plan.

#### **Risks associated with defined benefit plan**

**Interest rate risk:** A fall in the discount rate which is linked to the Government Securities rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

**Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

**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. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

**Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

**Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

**Concentration Risk:** Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

#### **Characteristics of defined benefit plans**

During the year, there were no plan amendments, curtailments and settlements.

The following table sets out the status of the gratuity plan and the amounts recognized in the Company's financial statements as at March 31, 2024 :

Particulars	Gratuity - Funded as on	
	31-03-2024	31-03-2023
<b>a) Reconciliation in Present Value of Obligations (PVO) - Defined Benefit Obligation:</b>		
PVO at the beginning of the year	110.52	110.34
Current service cost	5.68	5.82
Interest cost	8.28	8.04
Past Service cost	-	-
Actuarial (Gains) / Losses on obligations - Due to Change in Financial Assumption	1.44	(1.16)
Actuarial (Gains) / Losses on obligations - Due to Experience	(4.16)	(5.76)
Actuarial (Gains) / Losses on obligations - Due to Demographic Assumptions	-	-
Benefit Paid directly by the employer	-	-
Benefits paid	(8.03)	(6.76)
<b>PVO at the end of the year</b>	<b>113.72</b>	<b>110.52</b>
<b>b) Change in Fair Value of Plan Assets:</b>		
Fair value of plan assets at the beginning of the year	114.65	103.48
Interest Income	8.59	7.54
Return on Plan Assets, Excluding Interest Income	(0.04)	(0.26)
Contributions by the employer	0.01	10.64
Benefits paid from the Fund	(8.03)	(6.76)
<b>Fair value of plan assets at the end of the year</b>	<b>115.17</b>	<b>114.65</b>
<b>c) Reconciliation of PVO and Fair Value of Plan Assets:</b>		
PVO at the end of period	(113.72)	(110.52)
Fair value of planned assets at the end of year	115.17	114.65
Funded status (Surplus / (Deficit))	1.45	4.12
<b>Net asset / (liability) recognized in the balance sheet</b>	<b>1.45</b>	<b>4.12</b>
<b>Net Interest Cost for Current Period</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Present Value of Benefit Obligation at the Beginning of the Period	110.52	110.34
Fair Value of Plan Assets at the Beginning of the Period	(114.65)	(103.48)
Net Liability/ (Asset) at the Beginning	(4.12)	6.86
Interest cost	8.28	8.04
Interest Income	(8.59)	(7.54)
<b>Net Interest Cost for Current Period</b>	<b>(0.31)</b>	<b>0.50</b>
<b>Expenses Recognized in the Statement of Profit or Loss for Current Period</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Current Service Cost	5.68	5.82
Net Interest Cost	(0.31)	0.50
Past Service Cost	-	-
<b>Expenses Recognized</b>	<b>5.37</b>	<b>6.32</b>
<b>Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Actuarial (Gains) / Losses on Obligation for the Period	(2.72)	(6.92)
Return on Plan Assets, Excluding Interest Income	0.04	0.26
<b>Net (Income) / Expense For the Period Recognized in OCI</b>	<b>(2.68)</b>	<b>(6.66)</b>
<b>Balance Sheet Reconciliation</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Opening Net Liability	(4.12)	6.86
Expense Recognized in Statement of Profit or Loss	5.37	6.32
Expense Recognized in OCI	(2.68)	(6.66)
Benefit Paid Directly by the Employer	-	-
Employer's Contribution	(0.01)	(10.64)

<b>Net Liability / (Assets) Recognized in the Balance Sheet</b>	<b>(1.45)</b>	<b>(4.12)</b>
<b>Category of Assets</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Insurance Fund	115.17	114.65
<b>Total</b>	<b>115.17</b>	<b>114.65</b>

<b>Other Details</b>	<b>Current period</b>	<b>Previous period</b>
No of Active Members	90	104
Per Month Salary for Active Members (Rs in Lakhs)	16.77	17.12
Weighted Average Duration of the Projected Benefit Obligation	6.12	7.00
Average Expected Future Service	14.00	16.00
Projected Benefit Obligation	113.72	110.52
Prescribed Contribution for Next Year (12 Months) (Rs. in Lakhs)	4.25	1.55

<b>Net Interest Cost for Next Year</b>	<b>Current period</b>	<b>Previous period</b>
Present Value of Benefit Obligation at the End of the Period	113.72	110.52
Fair Value of Plan Assets at the End of the Period	(115.17)	(114.65)
Net Liability/ (Asset) at the End of the Period	(1.45)	(4.12)
Interest Cost	8.21	8.28
Interest Income	(8.32)	(8.59)
<b>Net Interest Cost for Next Year</b>	<b>(0.10)</b>	<b>(0.31)</b>

<b>Expenses Recognized in the statement of Profit or Loss for Next Year</b>	<b>Current period</b>	<b>Previous period</b>
Current Service Cost	5.70	5.68
Net Interest	(0.10)	(0.31)
Expenses Recognized	5.60	5.37

<b>Particulars</b>	<b>Gratuity - Funded as on</b>	
	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>g) Major category of assets as at:</b>		
Insurer Managed funds	115.17	114.65
<b>h) Assumption used in accounting for the gratuity plan:</b>		
<b>Major Actuarial Assumptions</b>		
Expected return on plan assets (%)	7.49%	7.49%
Rate of Discounting	7.49%	7.49%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)
Mortality Rate after Employment	N.A.	N.A.

Note 1: Discount rate is determined by reference to market yields at the balance sheet date on Government bonds, where the currency and terms of the Government bonds are consistent with the currency and estimated terms for the benefit obligation.

Note 2: The estimate of future salary increases taken into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

Note 3: 100% of the plan assets are invested in group gratuity scheme offered by LIC of India.

<b>Maturity Analysis of the Benefit Payments: From the Fund</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
1 <sup>st</sup> Following Year	46.76	27.58
2 <sup>nd</sup> Following Year	4.06	25.88
3 <sup>rd</sup> Following Year	17.34	3.91
4 <sup>th</sup> Following Year	2.45	15.75
5 <sup>th</sup> Following Year	4.57	2.32
Sum of Years 6 to 10	36.33	38.08

Sum of Years 11 and above	83.20	91.02
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Sensitivity Analysis

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Projected Benefit Obligation on Current Assumptions	113.72	110.52
Delta Effect of +1 % Change in Rate of Discounting	(5.04)	(5.30)
Delta Effect of -1 % Change in Rate of Discounting	5.89	6.21
Delta Effect of +1 % Change in Rate of Salary Increase	5.84	6.00
Delta Effect of -1 % Change in Rate of Salary Increase	(5.09)	(5.19)
Delta Effect of +1 % Change in Rate of Employee Turnover	(0.04)	0.13
Delta Effect of -1 % Change in Rate of Employee Turnover	0.03	(0.16)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognized in the Company's financial statements as at balance sheet date:

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>Total Employee Benefit Liabilities</b>		
Non-Current	-	-
Current	(1.45)	(4.12)

**(a) Other Long Term Benefit:**

The Company's Long-Term benefits includes Leave Encashment payable at the time of retirement subject to, policy of maximum leave accumulation of company. The scheme is not funded.

Changes in the present value of the obligation in respect of leave encashment

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Obligation at the year beginning	24.41	18.32
Provision during the year	(7.02)	6.10
<b>Obligation at the year end</b>	<b>17.39</b>	<b>24.41</b>

**(b) Defined Contribution plans:**

Amounts recognized as expense for the period towards contribution to the following funds:

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Employers contribution to:		
- Provident Fund and Pension Fund	30.92	31.70
- Employee State Insurance (ESI)	2.78	3.10
- Gujarat Labour Welfare Fund	0.02	0.02
<b>Total</b>	<b>33.73</b>	<b>34.83</b>

### 34. Related Party Transactions

The disclosure of related party transactions is presented on an aggregate basis for shareholders and companies controlled by shareholders, joint ventures and associates. In addition, there may be additional disclosures of certain significant transactions (balances and turnover) with certain related parties.

#### a. Name of the Related Party and Nature of Relationship: -

Sr. No.	Particulars	Relationship
<b>I</b>	<b>Key Managerial Personnel (KMP) / Directors:</b>	
	Mr. Mahendrabhai R. Bhuva	Chairman and Managing Director
	Mr. Himmatlal P. Bhuva	Executive Director
	Mrs. Hemangini D. Pathak	Independent Director
	Mr. Ashokkumar N. Shah	Independent Director
	Mrs. Asmani Surve	Independent Director (w.e.f. 11.08.2023)
	Mr. Sitaram Lokhande	Chief Executive Officer (w.e.f. 08.02.2024)
	Mr. Dinesh K. Punjabi	Chief Financial Officer
	Mrs. Gauri Y. Bapat	Company Secretary
<b>II</b>	<b>Relative of KMP</b>	
	Mr. Anand M. Bhuva	Management Assistant
<b>III</b>	Enterprises in which Management or Relatives of Key Managerial Personnel having significance influence	Plastomech Equipments Pvt Ltd
<b>IV</b>	Associate Company	Pramukh Medical Devices Pvt Ltd TBC-Goldcoin Pvt Ltd

#### b. Key Management Personnel Compensation:-

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Short term employee benefits	103.75	97.72
Post employment benefits accumulated till date	49.17	49.13
<b>Total Compensation</b>	<b>152.92</b>	<b>146.85</b>

#### c. Transaction with Related Parties

Name of Party	Nature of transaction	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Mr. Mahendrabhai R. Bhuva	Managerial Remuneration	42.02	42.02
Mr. Himmatlal P. Bhuva	Managerial Remuneration	42.02	42.02
Mr. Anand M. Bhuva	Salary	4.08	-
Mr. Dinesh K. Punjabi	Salary	6.46	6.36
Mrs. Gauri Y. Bapat	Salary	7.51	7.32
Mr. Sitaram Lokhande	Salary	5.75	-
Mrs. Hemangini D Pathak	Director's Sitting Fees	0.33	0.24
Mr. Ashokkumar N Shah	Director's Sitting Fees	0.33	0.24
Mrs. Asmani Surve	Director's Sitting Fees	0.23	-
Plastomech Equipments Pvt Ltd	Purchase of Goods	-	0.04
Plastomech Equipments Pvt Ltd	Computer Expense	0.36	0.22
Plastomech Equipments Pvt Ltd	Purchase of Capital Goods	-	3.87
TBC-Goldcoin Pvt Ltd	Investment in Associate	72.00	-
TBC-Goldcoin Pvt Ltd	Rent Income	2.40	-
TBC-Goldcoin Pvt Ltd	Sale of Goods	34.41	-
TBC-Goldcoin Pvt Ltd	Reimbursement of expense	7.26	-

Pramukh Medical Devices Pvt Ltd	Impairment of Investment	6.00	-
Pramukh Medical Devices Pvt Ltd	Interest Income	-	0.17
Pramukh Medical Devices Pvt Ltd	Loan Given	-	5.00
Pramukh Medical Devices Pvt Ltd	Loan Received Back	-	5.00

**d. Balance outstanding as at the end of the year**

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>Receivables</b>		
Plastomech Equipments Pvt Ltd	0.72	0.72
Pramukh Medical Devices Pvt Ltd	-	0.15
<b>Payables</b>		
Mr. Mahendrabhai R. Bhuva	1.82	1.72
Mr. Himmatlal P. Bhuva	3.32	2.32
Mr. Dinesh K. Punjabi	0.52	0.49
Mrs. Gauri Y. Bapat	0.59	0.56
Mr. Sitaram Lokhande	3.26	-
Mr. Anand M. Bhuva	0.36	-
Plastomech Equipments Pvt Ltd	0.03	-
Mr. Ashokkumar N Shah	0.30	-
Mrs. Hemangini D Pathak	0.30	-
Mrs. Asmani Surve	0.20	-

**Other Transactions:**

The Directors (Mahendrabhai Bhuva & Himmatlal Bhuva) have given personal guarantee for working capital facility of Rs. 250.00 lakhs availed by the company from Indian Overseas Bank.

**35. Additional information to the financial statements**

Contingent Liabilities and Capital Commitments

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(a) Contingent Liabilities</b>		
(i) Claims against the company not acknowledged as debts (on account of outstanding law suits)	176.00	176.00
<b>(b) No provision has been made for following demands raised by the authorities since the company has reason to believe that it would get relief at the appellate stage as the said demand are excessive and erroneous</b>		
(i) Disputed Income Tax Liability	20.40	20.40
<b>Total</b>	<b>196.40</b>	<b>196.40</b>
<b>(c) Commitments</b>		
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)		
- Property, Plant and Equipment	-	0.04

**36. Disclosure pursuant to Leases:**

(i) **As Lessee**

**(A) Operating Leases**

**Short term Leases**

The company has obtained premises for its business operations under short term leases. The Lease agreements have no sub leases. These Lease are generally cancellable and are renewable by mutual

consent on mutually agreed terms. There are no restrictions imposed by lease agreements. The lease payments are recognised in Statement of Profit and Loss under the head "Rent Expense" in Note 29.

**(B) Finance Leases**

The Right of use (ROU) asset has been created on account of prepayments made by the company towards leasehold land.

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Ammortisation charges for right of use asset	1.10	1.10

**(ii) As Lessor**

The Company has temporarily given its part of the premises under operating lease. The operating lease is for 11 months and are renewable by mutual consent on mutually agreed terms. The company has recognised lease Income of Rs. 2.40 lakhs (PY. Nil) in the Statement of Profit and Loss.

**37. Disclosures related to the Micro, Small and Medium Enterprises**

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

Particulars		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a)	The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year		
	- Principal Amount	432.76	221.62
	- Interest Due thereon	Nil	Nil
(b)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note: Out of above, amount pertaining to Medium Enterprises is Rs. 38.06 lakhs (PY Nil)

**38. Fair Value Measurements**

**Financial instruments by category**

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
<b>Financial Assets</b>						



Investments	-	-	72.00	-	-	6.00
Deposits	-	-	19.04	-	-	22.80
Trade Receivables	-	-	264.99	-	-	158.66
Cash and Cash Equivalents	-	-	3.43	-	-	1.89
Bank Balances other than above	-	-	312.48	-	-	735.08
Loan to Employees	-	-	0.36	-	-	0.39
Other Financial Assets	-	-	578.14	-	-	326.58
<b>Total Financial Assets</b>	-	-	<b>1,250.44</b>	-	-	<b>1,251.40</b>
<b>Financial Liabilities</b>						
Other Current Financial Liabilities	-	-	69.87	-	-	41.60
Borrowings	-	-	105.19	-	-	420.63
Trade Payables	-	-	604.40	-	-	658.35
<b>Total Financial Liabilities</b>	-	-	<b>779.47</b>	-	-	<b>1,120.58</b>

**(i) Fair value Hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is as follows:-

Financial Assets and Liabilities measured at fair value - recurring fair value measurements

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the year.

The Company's policy is to recognize transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

**(ii) Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of the remaining financial instruments is determined using discounted analysis.

All of the resulting fair value estimates are included in level 1 or 2 except for unlisted equity securities where the fair values have been determined based on present values and the discount rates used were adjusted for counter party or own credit risk.

The carrying amounts of trade receivables, employee advances, cash and cash equivalents, bank fixed deposits and other short-term receivables, trade payables, capital creditors and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.

**39. Financial Risk Management**

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

**(A) Credit risk**

Credit risk is the risk of incurring a loss that may arise from a borrower or debtor failing to make required payments. Credit risk arises mainly from outstanding receivables from free market dealers, cash and cash equivalents, employee advances and security deposits. The Company manages and analyses the credit risk for each of its new clients before standard payment and delivery terms and conditions are offered.

**(i) Credit risk management**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer and including the default risk of the industry, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- (a) Actual or expected significant adverse changes in business;
- (b) Actual or expected significant changes in the operating results of the counterparty;
- (c) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations;
- (d) Significant increase in credit risk on other financial instruments of the same counterparty;
- (e) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates.

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired.

**(ii) Trade Receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortized cost. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instrument, which requires expected lifetime losses to be recognized from initial recognition of the receivables. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and relevant information that is available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

Reconciliation of Loss Allowance Provision – Trade Receivables

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Balance at the beginning of the year	1.22	4.03
Provision made / (reversed) during the year	8.09	(2.81)
<b>Balance at the end of the year</b>	<b>9.31</b>	<b>1.22</b>

The Proportion of expected Credit Loss Provided for Across the Ageing Bucket is summarised Below:

Bucket	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
0-6 Months	0%	0%
6-12 Months	1%	1%
12-24 Months	10%	10%
24-36 Months	50%	50%
Above 36 months	100%	100%

In addition to above the company makes specific provision for the receivables which are considered doubtful for recovery.

**(iii) Loans and advances**

In the case loans to employees, the same is managed by establishing limit. (Which in turn based on the employees salaries and numbers of years of services put in by the concern employees).

**(iv) Security Deposits**

Security Deposits are refundable and recoverable and there is no significant increased in credit risk.

**(v) Other Financials Assets**

Other Financials Assets are considered to be to be of good quality and there is no significant increased in credit risk.

**(vi) Cash and Cash Equivalents**

As at the year end, the Company held cash and cash equivalents of Rs. 3.43 lakhs (PY - Rs. 1.89 lakhs). The cash and cash equivalents are held with bank and financial institution counterparties with good credit rating.

**(B) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

**(i) Financing arrangements**

The company has long term borrowings in nature of Term loans from Banks which has been repaid during the year. The company also has short term cash credit and other non-fund based borrowings facilities.

**(ii) Maturities of financial liabilities**

The tables herewith analyze the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

**Contractual maturities of financial liabilities**

Particulars	Less than 1 year	More than 1 year	Total
<b>As at 31<sup>st</sup> March, 2024</b>			
<b>Non-derivatives</b>			
Borrowings	105.19	-	105.19
Trade Payables	604.40	-	604.40
Other Financial Liabilities	69.87	-	69.87
<b>Total Non-derivative liabilities</b>	<b>779.47</b>	<b>-</b>	<b>779.47</b>
<b>As at 31<sup>st</sup> March, 2023</b>			
<b>Non-derivatives</b>			
Borrowings	420.63	-	420.63
Trade Payables	658.35	-	658.35
Other Financial Liabilities	41.60	-	41.60
<b>Total Non-derivative liabilities</b>	<b>1120.58</b>	<b>-</b>	<b>1120.58</b>

**(C) Market risk**

**(i) Foreign currency risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The risk is measured through a forecast of foreign currency for the Company's operations.

The Companies exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Currency	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Trade receivable and other Receivable	Hedges available	Net exposure to foreign currency risk	Trade receivable and other Receivable	Hedges available	Net exposure to foreign currency risk
IN USD	-	-	-	-	-	-
IN EURO	-	-	-	-	-	-
INR-Equivalent (Rs. In Lakhs)	-	-	-	-	-	-

Currency	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Trade payable	Hedges available	Net exposure to foreign currency risk	Trade payable	Hedges available	Net exposure to foreign currency risk
IN USD	-	-	-	-	-	-
IN EURO	-	-	-	-	-	-
INR-Equivalent (Rs. In Lakhs)	-	-	-	-	-	-

In Lakhs)						
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#### Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from unhedged foreign currency denominated financial instruments.

Particulars	Impact on Profit After Tax	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
USD/Euro sensitivity (In USD)	-	-
INR/USD and Euro increases by 5%	-	-
INR/USD and Euro decreases by 5%	-	-

#### 40. Capital Management

##### Risk management

The Company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.\

##### Capital Management

For the purpose of Company's Capital Management, equity includes equity share capital and all other equity reserves attributable to the equity holders of the Company. The Company manages its capital to optimize returns to the shareholders and make adjustments to it in light of changes in economic conditions or its business requirements. The Company's objective is to safe guard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth and maximize the shareholders value. The Company funds its operations through internal accruals and long term borrowings competitive rate. The Management and Board of Directors monitor the return of capital as well as the level of dividend to shareholders.

#### 41. Event after reporting Period

Particulars	For the Year ended 31 <sup>st</sup> March, 2024	For the Year ended 31 <sup>st</sup> March, 2023
<b>Proposed dividend on Equity Shares :</b>		
Proposed dividend is Rs.1/- per share for the year ended on 31 <sup>st</sup> March, 2024	56.02	56.02
(PY 31 <sup>st</sup> March, 2023: Rs.1/- per share)		
	<b>56.02</b>	<b>56.02</b>

This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting and therefore not recognised as liability at year end.

#### 42. Accounting Ratios:

Particulars	Numerator	Denominator	Current Year	Previous Year	% Variance	Reasons for variance (if +/- 25%)
Current Ratio (in times)	Current Assets	Current Liabilities	1.14	1.28	-10%	-
Debt-Equity Ratio (in times)	Short term Debt + Long term Debt	Shareholder's Equity	0.04	0.17	-75%	Due to repayment of borrowings
Debt Service	Net Profit +	Total amount	21.63	8.33	160%	Due to

Coverage Ratio (in times)	Depreciation + Interest on Long term loans	of interest & principal of long-term loan payable or paid during the year				repayment of borrowings
Return on Equity Ratio (in %)	Net Profit After Tax	Average Shareholder's Equity	3.12	6.27	-50%	Due to decrease in net profit on account of reduction in turnover
Inventory Turnover Ratio (in times)	Sales	Average Inventory	4.80	5.29	-9%	-
Trade Receivables turnover ratio (in times)	Credit Sales	Average Trade Receivable	27.87	31.75	-12%	-
Trade Payable turnover ratio (in times)	Credit Purchase	Average Trade Payable	7.76	9.40	-5%	-
Net capital turnover ratio (in times)	Sales	Working Capital	26.00	14.11	-145%	On account of decrease in sales in current year
Net profit ratio (in %)	Net Profit After Tax	Sales	1.34	2.24	-46%	Due to decrease in turnover and increase in overhead expenses resulting to decline in Net profits
Return on Capital employed (in %)	Earning Before Interest & Tax	Capital Employed	5.62	8.34	-52%	On account of repayment of borrowings
Return on Investment (in %)	Net Return on Investment	Cost of Investment	NA	NA	NA	-

**43. Other Disclosure Notes:**

- (i) The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.
- (ii) Details of relationship with struck off companies:-

As per the information available with the company, following are the transactions with struck off companies:

<b>Sr. No.</b>	<b>Name of Struck off company</b>	<b>Nature of transactions with struck off company</b>	<b>Balance outstanding/ Nominal Value of Shares (Rs.)</b>	<b>Relationship with struck off company, if any</b>
1	B C Investment Consultant Pvt. Ltd.	Investment in Securities - 500 Shares	0.05	Equity Shareholder
2	Chiman Finance Pvt. Ltd.	Investment in Securities - 500 Shares	0.05	Equity Shareholder
3	Elvis Finance Pvt. Ltd.	Investment in Securities - 500 Shares	0.05	Equity Shareholder
4	Dhatur Holding Pvt. Ltd.	Investment in Securities - 500 Shares	0.05	Equity Shareholder
5	Lakeda Holding Pvt. Ltd.	Investment in Securities - 500 Shares	0.05	Equity Shareholder
6	Suma Sales Securities Pvt. Ltd.	Investment in Securities - 500 Shares	0.05	Equity Shareholder

\*However status of following companies is not available on MCA website:-

1. Sonnat Holdings - 500 shares

- (iii) The company does not have any charges or satisfaction thereof, which is yet to be registered with ROC beyond the statutory period.
- (iv) The company have not traded or invested in Crypto currency or Virtual Currency during the year.
- (v) The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (viii) The company is not declared as wilful defaulter by any bank or financial Institution or other lender.
- (ix) The Company has working capital limits sanctioned from banks or financial institutions during the year. However, the company is not required to submit return / statements to the bankers.
- (x) There is no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- (xi) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on Number of Layers) Rules, 2017.

44. The financial statements were authorized for issue in accordance with a resolution passed by the Board of Directors on 27<sup>th</sup> May, 2024. The financial statements as approved by the Board of Directors are subject to final approval by its Shareholders.

The accompanying notes (1 to 44) are an integral part of the financial statements.

**As per our report of even date**  
**For CNK & Associates LLP**  
**Chartered Accountants**  
**Firm Registration No.: 101961W**  
**/ 100036W**

**Pareen Shah**  
**Partner**  
**Membership No.: 125011**

**Date: 27<sup>th</sup> May, 2024**  
**Place: Vadodara**

**For and on behalf of the Board of Directors**  
**Polymechplast Machines Limited**

**M.R. Bhuva**  
**Chairman**  
**(DIN: 00054562)**

**D.K. Punjabi**  
**Chief Financial**  
**Officer**

**Date: 27<sup>th</sup> May, 2024**  
**Place: Vadodara**

**H.P. Bhuva**  
**Director**  
**(DIN: 00054580)**

**Sitaram Lokhande**  
**Chief Executive Officer**

**Gauri Y. Bapat**  
**Company**  
**Secretary**  
**(ACS: 22782)**



## **Independent Auditors' Report on Consolidated Financial Statements**

To  
The Members Of  
**POLYMECHPLAST MACHINES LIMITED**

### **Report on the Audit of the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying Consolidated Financial Statements of Polymechplast Machines Limited ("the Company"), which comprises the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2024, Consolidated the Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended and notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information.

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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at 31<sup>st</sup> March, 2024, the consolidated profit and consolidated total 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 the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independence requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no Key audit matters to communicate in our report.

#### **Information other than the Consolidated Financial Statement and Auditor's Report thereon**

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in Board's Report including Annexure to that Board's Report and Shareholder's Information, but does not include the Consolidated Financial Statements and our auditor's report thereon. The Management Discussion and Analysis, Board's Report and Shareholder's Information are expected to be made available to us after the date of this auditor's report. Any material misstatement thereon pertaining to it, will be reported thereon.

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent

with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

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

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of Consolidated Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to consolidated financial statements system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and board of directors;

- Conclude on the appropriateness of management's and board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditor

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

We communicate with those charged with governance of the Company 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.

#### **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated financial statements;
- (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 (also refer note 2(h)(vi));
- (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 account; and records maintained for the purpose of preparation of the consolidated financial statements;

- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act;
- (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2024 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 A**", our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to consolidated financial statements;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its Consolidated financial statements – Refer Note 35 to the Consolidated Financial Statements;
  - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv.
    - i. The Management has represented that, to the best of its knowledge and belief, as disclosed in Note 42(iv) to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - ii. The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note 42(v) to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
    - iii. Based on such audits procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
  - v. 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 Companies Act, 2013 to the extent it applies to payment of dividend.

As stated in Note 41 to the Consolidated Financial Statements, the Board of Directors of the company have proposed final dividend for the year which is subject to approval of 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.

- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility made effective from 1<sup>st</sup> February, 2024 and the same has operated throughout the period thereafter for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with after the date the same has been made operated.
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, CARO 2020 is not applicable to its associate company and therefore we are unable to comment on the same.

For **CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No. 101961W/W-100036

**Pareen Shah**  
Partner  
Membership No.125011  
Place: Vadodara  
Date: 27<sup>th</sup> May, 2024  
UDIN: 24125011BKEQWK6290

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

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

We have audited the internal financial controls over financial reporting of the consolidated financial statements of **Polymechplast Machines Limited** (“the Company”) and its associate company as of March 31, 2024 in conjunction with our audit of the consolidated financial statements of the company for the year ended on that date.

**Management’s and Board of Directors’ Responsibility for Internal Financial Controls**

The Company and its associate’s management and board of directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated financial statements of the company were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Consolidated financial statements of the company and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained 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 consolidated 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the consolidated financial statements.

**Inherent Limitations of Internal Financial Controls with reference to 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.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an internal financial controls with reference to Consolidated financial statements of the Company and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No. 101961W/W-100036

**Pareen Shah**  
Partner  
Membership No.125011  
Place: Vadodara  
Date: 27<sup>th</sup> May, 2024  
UDIN: 24125011BKEQWK6290

**Consolidated Balance Sheet as at 31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

Sr. No.	Particulars	Note No.	As At 31 <sup>st</sup> March, 2024	As At 31 <sup>st</sup> March, 2023
	<b>ASSETS</b>			
<b>(1)</b>	<b>Non-Current Assets</b>			
	(a) Property, Plant and Equipment	4		
	(i) Property, Plant and Equipment		1,624.56	1,632.04
	(ii) Intangible Assets		8.08	11.64
	(b) Financial Assets			
	(i) Investments	5	60.85	1.76
	(ii) Other Financial Assets	6	595.25	348.99
	(c) Other Non-Current Assets	7	20.72	59.86
			<b>2,309.47</b>	<b>2,054.29</b>
<b>(2)</b>	<b>Current Assets</b>			
	(a) Inventories	8	1,113.36	1,345.09
	(b) Financial Assets			
	(i) Trade Receivables	9	264.99	158.66
	(ii) Cash and Cash Equivalents	10	3.43	1.89
	(iii) Bank Balance other than (ii) above	11	312.48	735.08
	(iv) Loans	12	0.36	0.39
	(v) Other Financial Assets	13	1.93	0.39
	(c) Other Current Assets	14	128.44	27.00
			<b>1,824.98</b>	<b>2,268.50</b>
	<b>Total Assets</b>		<b>4,134.45</b>	<b>4,322.79</b>
	<b>EQUITY AND LIABILITIES</b>			
	<b>EQUITY</b>			
	(c) Equity Share Capital	15	560.17	560.17
	(d) Other Equity	16	1,976.03	1,957.79
	<b>Total Equity Attributable to Equity Holders of the Company</b>		<b>2,536.20</b>	<b>2,517.96</b>
	<b>LIABILITIES</b>			
<b>(1)</b>	<b>Non-Current Liabilities</b>			
	(a) Deferred Tax Liability (Net)	17	0.34	27.07
			<b>0.34</b>	<b>27.07</b>
<b>(2)</b>	<b>Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	18	105.19	420.63
	(ii) Trade Payables	19		
	(A) Total outstanding dues of Micro and Small Enterprises		394.70	221.62
	(B) Total outstanding dues of Creditors other than Micro and Small Enterprises		209.70	436.74
	(iii) Other Financial Liabilities	20	69.87	41.60
	(b) Other Current Liabilities	21	753.59	602.98
	(c) Provisions	22	50.28	54.20
	(d) Current Tax Liabilities (Net)		14.58	-
			<b>1,597.91</b>	<b>1,777.76</b>
	<b>Total Equity and Liabilities</b>		<b>4,134.45</b>	<b>4,322.79</b>

Note: See accompanying notes referred to above which form an integral part of the Consolidated Financial Statements.





**37<sup>th</sup> Annual Report | 2023-24**  
**Polymechplast Machines Limited**

**As per our report of even date  
For CNK & Associates LLP  
Chartered Accountants  
Firm Registration No.: 101961W  
/ 100036W**

**Pareen Shah  
Partner  
Membership No.: 125011**

**For and on behalf of the Board of Directors  
Polymechplast Machines Limited**

**M.R. Bhuva  
Chairman  
(DIN: 00054562)**

**H.P. Bhuva  
Director  
(DIN: 00054580)**

**Gauri Y. Bapat  
Company  
Secretary  
(ACS: 22782)**

**D.K. Punjabi  
Chief Financial  
Officer**

**Sitaram Lokhande  
Chief Executive Officer**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Consolidated Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

Sr. No.	Particulars	Note No.	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
I	Revenue from operations	23	5,904.35	6,922.09
II	Other Income	24	66.15	62.99
III	<b>Total Income (I+II)</b>		<b>5,970.50</b>	<b>6,985.09</b>
IV	<b>Expenses</b>			
	Cost of Material Consumed	25	4,359.67	5,278.15
	Changes in Inventories of finished goods, work-in progress and stock-in trade	26	62.62	(137.35)
	Employee benefit Expenses	27	570.58	621.16
	Finance costs	28	45.69	46.23
	Depreciation & Amortization Expenses	4	94.06	91.97
	Other expenses	29	724.36	878.58
	<b>Total Expenses (IV)</b>		<b>5,856.99</b>	<b>6,778.74</b>
V	<b>Profit Before Tax (III-IV)</b>		<b>113.50</b>	<b>206.34</b>
VI	<b>Tax Expense:</b>	30		
	(1) Current Tax		55.62	33.31
	(2) Deferred Tax Liability / (Asset)		(27.41)	9.56
	(3) Income Tax Adjustments relating to Earlier Year		0.12	8.55
			<b>28.33</b>	<b>51.42</b>
VII	<b>Profit After Tax (V-VI)</b>		<b>85.17</b>	<b>154.92</b>
VIII	<b>Share of Associate's Loss</b>		<b>(12.92)</b>	<b>(1.25)</b>
IX	<b>Profit After Tax and Share of Associate's Loss (VII + VIII)</b>		<b>72.25</b>	<b>153.68</b>
X	<b>Other Comprehensive Income</b>			
	(i) Items that will not be reclassified to profit or loss			
	- Remeasurement of Defined Benefit Plans		2.68	6.66
XI	(ii) Income Tax relating to items that will not be reclassified to profit or loss			
	- Remeasurement of Defined Benefit Plans		(0.67)	(1.68)
XII	<b>Total Comprehensive Income (i-ii)</b>		<b>2.01</b>	<b>4.98</b>
	<b>Total Comprehensive Income for the Year (IX + XII)</b>		<b>74.26</b>	<b>158.66</b>
	Earnings per Equity Share (For continuing Operations)	31		
	(1) Basic		1.29	2.74
	(2) Diluted		1.29	2.74

Note: See accompanying notes referred to above which form an integral part of the Consolidated Financial Statements.

**As per our report of even date**  
**For CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No.: 101961W  
/ 100036W

**For and on behalf of the Board of Directors**  
**Polymechplast Machines Limited**

**Pareen Shah**  
Partner  
Membership No.: 125011

**M.R. Bhuva**  
Chairman  
(DIN: 00054562)

**H.P. Bhuva**  
Director  
(DIN: 00054580)

**Gauri Y. Bapat**  
Company  
Secretary  
(ACS: 22782)

**D.K. Punjabi**  
Chief Financial  
Officer

**Sitaram Lokhande**  
Chief Executive Officer

Date: 27<sup>th</sup> May, 2024  
Place: Vadodara

Date: 27<sup>th</sup> May, 2024  
Place: Vadodara

**Consolidated Statement of Cash Flows for the year ended**  
**31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

	Particulars	For the Year ended 31 <sup>st</sup> March, 2024	For the Year ended 31 <sup>st</sup> March, 2023
<b>A</b>	<b>Cash Flow from Operating Activities</b>		
	Profit before Income Tax	113.50	206.34
	<b>Adjustments for:</b>		
	Depreciation and Amortization Expense	94.06	91.97
	Interest Income	(54.26)	(48.59)
	Finance Cost	45.69	46.23
	Bad Debts and balance written off	-	0.69
	Allowance for Doubtful Debts (Expected Credit Loss Allowance)	8.09	(2.81)
	<b>Operating Profit before Working Capital Changes</b>	<b>207.09</b>	<b>293.83</b>
	<b>Movements in Working Capital:</b>		
	(Increase)/Decrease in Trade Receivables	(114.42)	120.80
	(Increase)/Decrease in Inventories	231.73	(73.16)
	(Increase)/Decrease in Other Financial assets	3.79	(0.92)
	(Increase)/Decrease in Non-Current Assets	38.23	(21.55)
	(Increase)/Decrease in Current Assets	(101.44)	42.09
	Increase/(Decrease) in Trade Payables	(53.95)	20.60
	Increase/(Decrease) in Other Payables	149.36	(229.22)
	Increase/(Decrease) in Other Financial Liabilities	28.28	7.63
	<b>Cash generated from Operations</b>	<b>388.67</b>	<b>160.11</b>
	Direct Taxes Paid (Net)	(41.16)	(48.95)
	<b>Net Cash from / (used) in Operating Activities (A)</b>	<b>347.50</b>	<b>111.15</b>
<b>B</b>	<b>Cash Flow from Investing Activities</b>		
	Payment for Property, Plant and Equipments (PPE) (including Capital Work-in-Progress and Capital Advances)	(82.12)	(47.72)
	Bank Deposits not considered as Cash and Cash Equivalents	172.58	(23.10)
	Interest Received	52.73	48.63
	Investment in Associate	(72.00)	-
	<b>Net Cash from / (used) in Investing Activities (B)</b>	<b>71.18</b>	<b>(22.19)</b>
<b>C</b>	<b>Cash Flow from Financing Activities</b>		
	Receipt / (Repayment) of Long Term Borrowings	-	(30.00)
	Receipt / (Repayment) of Short Term Borrowings	(315.43)	(56.79)
	Interest Paid	(45.69)	(46.23)
	Dividend Paid	(56.02)	(56.02)
	<b>Net Cash from / (used) in Financing Activities (C)</b>	<b>(417.14)</b>	<b>(189.04)</b>
	<b>Net Increase in Cash and Cash Equivalents [(A)+(B)+(C)]</b>	<b>1.55</b>	<b>(100.08)</b>
	<b>Cash and Cash Equivalents at the Beginning of the Year</b>		
	Balance with Banks in Current Accounts	0.38	100.80
	Cash on Hand	1.51	1.17
	<b>Cash and Cash Equivalents as per Note 10</b>	<b>1.89</b>	<b>101.97</b>

	<b>Cash and Cash Equivalents at the End of the Year</b>		
	Balance with Banks in Current Accounts	0.56	0.38
	Cash on Hand	2.88	1.51
	<b>Cash and Cash Equivalents as per Note 10</b>	<b>3.43</b>	<b>1.89</b>

Note: See accompanying notes referred to above which form an integral part of the Consolidated Financial Statements.

**As per our report of even date**  
**For CNK & Associates LLP**  
**Chartered Accountants**  
**Firm Registration No.: 101961W**  
**/ 100036W**

**Pareen Shah**  
**Partner**  
**Membership No.: 125011**

**For and on behalf of the Board of Directors**  
**Polymechplast Machines Limited**

**M.R. Bhuva**  
**Chairman**  
**(DIN: 00054562)**

**H.P. Bhuva**  
**Director**  
**(DIN: 00054580)**

**Gauri Y. Bapat**  
**Company**  
**Secretary**  
**(ACS: 22782)**

**D.K. Punjabi**  
**Chief Financial**  
**Officer**

**Sitaram Lokhande**  
**Chief Executive Officer**

**Date: 27<sup>th</sup> May, 2024**  
**Place: Vadodara**

**Date: 27<sup>th</sup> May, 2024**  
**Place: Vadodara**

**Consolidated Statement of Changes in Equity for the year ended  
31<sup>st</sup> March, 2024**

(All amounts are in Lakhs unless otherwise stated)

**Equity Share Capital**

Balance as at 1 <sup>st</sup> April, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current year	Changes in Equity Share Capital during the Current Year	Balance as at 31 <sup>st</sup> March, 2023
560.17	-	560.17	-	560.17

Balance as at 1 <sup>st</sup> April, 2023	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current year	Changes in Equity Share Capital during the Current Year	Balance as at 31 <sup>st</sup> March, 2024
560.17	-	560.17	-	560.17

**Other Equity**

Particulars	Reserves and Surplus			Total
	Securities Premium	Capital Reserve	Retained Earnings	
<b>Balance as at 1<sup>st</sup> April, 2023</b>	<b>414.22</b>	<b>49.49</b>	<b>1,494.08</b>	<b>1,957.79</b>
Dividends	-	-	(56.02)	(56.02)
Profit for the Year	-	-	72.25	72.25
Remeasurement of the Net Defined benefit liability / asset, net of tax effect	-	-	2.01	2.01
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>414.22</b>	<b>49.49</b>	<b>1,512.32</b>	<b>1,976.03</b>

Particulars	Reserves and Surplus			Total
	Securities Premium	Capital Reserve	Retained Earnings	
<b>Balance as at 1<sup>st</sup> April, 2022</b>	<b>414.22</b>	<b>49.49</b>	<b>1,391.44</b>	<b>1,855.15</b>
Dividends	-	-	(56.02)	(56.02)
Profit for the Year	-	-	153.68	153.68
Remeasurement of the Net Defined benefit liability / asset, net of tax effect	-	-	4.98	4.98
<b>Balance as at 31<sup>st</sup> March, 2023</b>	<b>414.22</b>	<b>49.49</b>	<b>1,494.08</b>	<b>1,957.79</b>

Note: See accompanying notes referred to above which form an integral part of the Consolidated Financial Statements.

**As per our report of even date  
For CNK & Associates LLP  
Chartered Accountants  
Firm Registration No.: 101961W  
/ 100036W**

**For and on behalf of the Board of Directors  
Polymechplast Machines Limited**

**Pareen Shah  
Partner  
Membership No.: 125011**

**M.R. Bhuva  
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Company  
Secretary  
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**D.K. Punjabi  
Chief Financial  
Officer**

**Sitaram Lokhande  
Chief Executive Officer**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

## **Notes on Significant Accounting policies forming part of the Consolidated Financial Statements**

### **1. COMPANY OVERVIEW AND MATERIAL ACCOUNTING POLICIES:**

#### **1.1 CORPORATE INFORMATION**

Polymechplast Machines Limited ('the Company') is into the manufacturing and export of various ranges of plastic processing machines.

The Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024 were authorized for issue in accordance with a resolution of the Board of Directors on 27<sup>th</sup> May, 2024.

#### **1.2 Basis of Preparation of Financial Statements**

- i. The Financial statements of the associate used in the consolidation are drawn up to the same reporting date as that of the Polymechplast Machines Limited ('the Company') i.e. 31<sup>st</sup> March, 2024.

The Financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Act to be read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment rules issued thereafter.

#### **i. Principles of consolidation**

The Consolidated statements consist of the Company and its Two associates (Pramukh Medical Devices Private Limited and TBC-Goldcoin Private Limited). The consolidated financial statements have been prepared on the following basis:

Investment and share of profit of associate has been consolidated as per the equity method as per Ind AS 28 – "Investments in Associates" specified under Section 133 of the Companies Act 2013 read with Companies (Accounts) Rules 2015 and relevant amendment rules issued thereafter.

Associate is entity over which the company has significant influence but not control. Investment in associates is accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date.

#### **ii. Composition of Consolidated Financial Statements**

The Consolidated financial statements are drawn up in Indian Rupee, the functional currency, and in accordance with Ind AS presentation. The financial statements comprise:

- Balance Sheet
- Statement of Profit and Loss
- Statement of Changes in Equity
- Statement of Cash Flow
- Notes to Financial Statements

### **2. Material Accounting Policies and Other Explanatory Notes**

The Significant Accounting Policies of the company and its associate are similar. (Refer Note No. 2 of Standalone Financial Statements.)

### **3. Recent 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. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024**

**4A – Property, Plant & Equipment**

Particulars	Freehold Land	Right of Use Asset – Leasehold Land	Buildings	Plant & Machinery	Computer	Vehicles	Furniture	Office Equipment	Electrical Installation	Testing Equipment	Pattern Die & Mould	Air Conditioner	Total
Gross Carrying Amount as at 01-04-2023	343.05	76.89	1,038.86	48.44	40.92	126.82	156.75	35.04	67.62	1.96	13.04	28.61	1,978.00
Additions	-	-	1.13	78.65	-	-	2.06	-	-	-	0.53	0.41	82.78
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Gross Carrying Amount as at 31-03-2024	343.05	76.89	1,039.99	127.09	40.92	126.82	158.81	35.04	67.62	1.96	13.56	29.02	2,060.78
Closing Accumulated Depreciation as at 01-04-2023	-	2.20	124.20	20.05	29.32	60.32	36.33	27.31	26.16	1.96	1.39	16.69	345.95
Charge for the year	-	1.10	36.40	6.92	6.80	10.98	14.48	2.18	4.53	-	2.50	4.37	90.26
On disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing Accumulated Depreciation as at 31-03-2024	-	3.30	160.60	26.97	36.12	71.30	50.81	29.48	30.69	1.96	3.90	21.07	436.22
Net Carrying Amount:													

As at 31-03-2024	343.05	73.60	879.38	100.12	4.79	55.51	107.99	5.56	36.93	-	9.67	7.96	1,624.56
As at 31-03-2023	343.05	74.69	914.65	28.39	11.59	66.49	120.42	7.74	41.45	-	11.64	11.92	1,632.04

**Notes:**

**(i) Assets pledge as security and other restrictions:**

The lease hold Land and Buildings, all movable Plant and Machineries and Equipments are pledge as security on to the bankers under a mortgage against the term loans, cash credit and other facilities availed or to be availed by the company.

The one of the factory office of the company having net value of Rs. 24.66 lakhs has been furnished as security to the satisfaction of the court, in relation to a court case of insurance claim. The Company is not allowed to sell this office building to other entity.

Particulars	Freehold Land	Right of Use Asset - Leasehold Land	Buildings	Plant & Machinery	Computer	Vehicles	Furniture	Office Equipment	Electrical Installation	Testing Equipment	Pattern Die & Mould	Air Conditioner	Total
Gross Carrying Amount as at 01-04-2022	343.05	76.89	1,022.89	44.05	36.79	126.82	154.02	34.57	67.62	1.96	0.19	28.32	1,937.19
Additions	-	-	15.96	4.39	4.13	-	2.73	0.47	-	-	12.85	0.29	40.81
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Gross Carrying Amount as at 31-03-2023	343.05	76.89	1,038.86	48.44	40.92	126.82	156.75	35.04	67.62	1.96	13.04	28.61	1,978.00
Closing Accumulated Depreciation as at 01-04-2022	-	1.10	88.15	16.12	20.48	48.99	21.89	23.50	20.04	1.63	-	12.44	254.35
Charge for the year	-	1.10	36.05	3.93	8.84	11.34	14.44	3.81	6.12	0.33	1.39	4.25	91.61



On disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Closing Accumulated Depreciation as at 31-03-2023</b>	-	<b>2.20</b>	<b>124.20</b>	<b>20.05</b>	<b>29.32</b>	<b>60.32</b>	<b>36.33</b>	<b>27.31</b>	<b>26.16</b>	<b>1.96</b>	<b>1.39</b>	<b>16.69</b>	<b>345.95</b>
<b>Net Carrying Amount:</b>													
<b>As at 31-03-2023</b>	<b>343.05</b>	<b>74.69</b>	<b>914.65</b>	<b>28.39</b>	<b>11.59</b>	<b>66.49</b>	<b>120.42</b>	<b>7.74</b>	<b>41.45</b>	<b>-</b>	<b>11.64</b>	<b>11.92</b>	<b>1,632.04</b>
<b>As at 31-03-2022</b>	<b>343.05</b>	<b>75.79</b>	<b>934.74</b>	<b>27.39</b>	<b>16.31</b>	<b>77.83</b>	<b>132.13</b>	<b>11.08</b>	<b>47.58</b>	<b>0.33</b>	<b>0.19</b>	<b>15.88</b>	<b>1,682.84</b>

**Notes:**

**(i) Assets pledge as security and other restrictions:**

The lease hold Land and Buildings, all movable Plant and Machineries and Equipments are pledge as security on to the bankers under a mortgage against the term loans, cash credit and other facilities availed or to be availed by the company.

The one of the factory office of the company having net value of Rs. 25.13 lakhs has been furnished as security to the satisfaction of the court, in relation to a court case of insurance claim. The Company is not allowed to sell this office building to other entity.

**Notes to the Consolidated Financial Statements for the year ended  
31<sup>st</sup> March, 2024**

All amounts are Rs. - in Lakhs, unless otherwise stated

**4B Intangible Assets**

Particulars	Computer Software	Total
<b>Gross carrying amount as at 01-04-2023</b>	12.00	12.00
Additions	0.25	0.25
Disposal	-	-
<b>Gross carrying amount as at 31-03-2024</b>	<b>12.25</b>	<b>12.25</b>
<b>Closing Accumulated Depreciation as at 01-04-2023</b>	0.36	0.36
Charge for the year	3.80	3.80
On Disposals	-	-
<b>Closing Accumulated Depreciation as at 31-03-2024</b>	<b>4.17</b>	<b>4.17</b>
<b>Net carrying amount</b>		
As at 31-03-2024	<b>8.08</b>	<b>8.08</b>
As at 31-03-2023	<b>11.64</b>	<b>11.64</b>

Particulars	Computer Software	Total
<b>Gross carrying amount as at 01-04-2022</b>	-	-
Additions	12.00	12.00
Disposal	-	-
<b>Gross carrying amount as at 31-03-2023</b>	<b>12.00</b>	<b>12.00</b>
<b>Closing Accumulated Depreciation as at 01-04-2022</b>	-	-
Charge for the year	0.36	0.36
On Disposals	-	-
<b>Closing Accumulated Depreciation as at 31-03-2023</b>	<b>0.36</b>	<b>0.36</b>
<b>Net carrying amount</b>		
As at 31-03-2023	<b>11.64</b>	<b>11.64</b>
As at 31-03-2022	-	-

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>5. Investments</b>		
<b>Investments carried at Cost</b>		
<b>Investment in Equity Instruments (Unquoted fully paid up)</b>		
<b>Investment in Associate</b>		
60,000 (PY: 60,000) Equity Shares of Rs. 10 each at fully paid up of Pramukh Medical Devices Private Limited	6.00	6.00
Share of Associates's Loss (To the extent of Investment made)	(6.00)	(4.24)
	-	<b>1.76</b>
7,20,000 (PY: Nil) Equity Shares of Rs. 10 each at fully paid up of TBC-Goldcoin Private Limited	72.00	-
Share of Associate's Loss	(11.16)	-
	<b>60.84</b>	-
<b>Investments at Fair Value Through Other Comprehensive Income*</b>		
Investment in Equity Instruments (Unquoted fully paid up)		

4 (PY: 4) Equity shares of Makarpura Industrial Estate Co-operative Bank Ltd.	0.00	0.00
1 (PY: 1) Equity share of Plastics Machinery Manufacturers Association of India	0.00	0.00
<b>Total</b>	<b>60.85</b>	<b>1.76</b>
<b>Aggregate Value of Unquoted Investment</b>	<b>60.85</b>	<b>1.76</b>
(*) Value is Nil due to rounding off in lakhs.		
<b>6. Other Financial Assets</b>		
<b>Unsecured, Considered Good</b>		
Security Deposits	19.04	22.80
Bank Deposits with more than 12 months of Maturity(*)	576.22	326.19
<b>Total</b>	<b>595.25</b>	<b>348.99</b>
(*) The above fixed deposits includes Rs. 500.00 lakhs secured as margin against the overdraft facilities from banks and Rs. 76.22 lakhs pledged in relation to a court case of insurance claim.		
<b>7. Other Non-Current Assets</b>		
<b>Unsecured, Considered Good</b>		
Capital Advance	-	0.91
Income Tax (Net of provisions)	20.72	58.95
<b>Total</b>	<b>20.72</b>	<b>59.86</b>
<b>8. Inventories</b>		
<b>(At lower of cost and net realizable value)</b>		
Raw Materials & Components	662.26	831.38
Work in Progress	418.89	491.30
Finished Goods	32.21	22.42
<b>Total</b>	<b>1,113.36</b>	<b>1,345.09</b>
Notes: (i) The above inventories are pledge as securities to the bankers against the fund based and non-fund-based credit limits availed by the Company.		
<b>9. Trade Receivables</b>		
<b>Trade Receivables Considered Good-Unsecured</b>		
- Receivable from Related Parties	0.72	0.88
- Others	273.57	159.00
<b>Total</b>	<b>274.30</b>	<b>159.88</b>
Less: Expected Credit Loss Allowance	(9.31)	(1.22)
<b>Total</b>	<b>264.99</b>	<b>158.66</b>

Notes:

(i) The above trade receivables are pledge as securities to the bankers against the fund based and non-fund based credit limits availed or to be availed by the Company.

(ii) **Trade Receivables Ageing Summary:**

Particulars	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>As at 31<sup>st</sup> March, 2024</b>						
(i) Undisputed Trade Receivable - Considered Good	216.57	11.18	36.09	9.73	0.72	274.30
(ii) Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivable -	-	-	-	-	-	-

which have significant increase in credit risk						
(vi) Disputed Trade Receivable - credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>216.57</b>	<b>11.18</b>	<b>36.09</b>	<b>9.73</b>	<b>0.72</b>	<b>274.30</b>
Less: Expected Credit Loss (ECL)	-	0.11	3.61	4.87	0.72	9.31
<b>Total Trade Receivable</b>	<b>216.57</b>	<b>11.06</b>	<b>32.48</b>	<b>4.87</b>	<b>-</b>	<b>264.99</b>
<b>As at 31<sup>st</sup> March, 2023</b>						
(i) Undisputed Trade Receivable - Considered Good	80.48	78.67	-	-	0.72	159.88
(ii) Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivable - credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>80.48</b>	<b>78.67</b>	<b>-</b>	<b>-</b>	<b>0.72</b>	<b>159.88</b>
Less: Expected Credit Loss (ECL)	-	0.79	-	-	0.43	1.22
<b>Total Trade Receivable</b>	<b>80.48</b>	<b>77.88</b>	<b>-</b>	<b>-</b>	<b>0.29</b>	<b>158.66</b>

<b>10. Cash and Cash Equivalents</b>		
Balance with Banks		
- In Current Account		0.38
Cash in Hand	2.88	1.51
<b>Total</b>	<b>3.43</b>	<b>1.89</b>
<b>11. Bank Balances Other Than Above</b>		
<b>Other Bank Balances</b>		
Term Deposits with maturity less than 12 months	268.05	698.71
Unpaid Dividend	44.43	36.37
<b>Total</b>	<b>312.48</b>	<b>735.08</b>
<b>12. Loans</b>		
<b>Unsecured, Considered Good</b>		
Advances to Employees	0.36	0.39
<b>Total</b>	<b>0.36</b>	<b>0.39</b>
<b>13. Other Financial Assets</b>		
Interest Accrued on Deposits	1.93	0.39
<b>Total</b>	<b>1.93</b>	<b>0.39</b>
<b>14. Other Current Assets</b>		
<b>Unsecured, Considered Good</b>		
Expenses Paid in Advance	6.24	5.28
Advances to Supplier	103.69	10.11
Balance with Revenue Authorities	17.05	7.48
Balance with Gratuity Fund (Refer Note 33)	1.45	4.12
<b>Total</b>	<b>128.44</b>	<b>27.00</b>

## 15. Equity Share Capital

### Authorised Share Capital

Particulars	Equity Shares	
	No. of Shares	Amount
At 1 <sup>st</sup> April, 2022	75,00,000	750.00
Increase /(decrease) during the year	-	-
At 31 <sup>st</sup> March, 2023	75,00,000	750.00
Increase /(decrease) during the year	-	-
At 31 <sup>st</sup> March, 2024	75,00,000	750.00

### Issued Share Capital

Particulars	Equity Shares	
	No. of Shares	Amount
At 1 <sup>st</sup> April, 2022	56,01,710	560.17
Increase /(decrease) during the year	-	-
At 31 <sup>st</sup> March, 2023	56,01,710	560.17
Increase /(decrease) during the year	-	-
At 31 <sup>st</sup> March, 2024	56,01,710	560.17

#### (a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

Equity Share Capital	No. of Shares	Amount
At 1 <sup>st</sup> April, 2022	56,01,710	560.17
Add: Equity shares issued during the year	-	-
At 31 <sup>st</sup> March, 2023	56,01,710	560.17
Add: Equity shares issued during the year	-	-
At 31 <sup>st</sup> March, 2024	56,01,710	560.17

#### (b) Preferential shares issued during the previous year

The Company has raised Rs. 500.21 lakhs by preferential issue of 8,20,010 Equity Shares of face value Rs.10/- each at an issue price of Rs. 61 per equity share (including premium of Rs. 51 per equity share) and the allotment of shares pursuant to the above was made on 9<sup>th</sup> October, 2021.

#### (c) Terms / Rights attached to equity shares

The company has only one class of equity share having a par value of Rs. 10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive any remaining assets of the company, after distribution of all preferential amounts.

#### (d) Shares held by shareholders each holding more than 5% of the shares

Shareholders	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	No. of Shares	Percentage	No. of Shares	Percentage
Mahendra Ravjibhai Bhuva	6,48,742	11.58%	6,48,742	11.58%
Hansaben Mahendrabhai Bhuva	4,41,653	7.88%	4,41,653	7.88%
Himmatbhai Parsottambhai Bhuva	3,77,650	6.74%	3,77,650	6.74%
Yesha Electrical Private Limited	5,24,920	9.37%	5,24,920	9.37%

#### (e) Shareholding of Promoters:

Shares held by Promoters as at 31 <sup>st</sup> March, 2024	No. of Shares	% Held	% change during the year
Mahendra Ravjibhai Bhuva	6,48,742	11.58%	0.00%
Hansaben Mahendrabhai Bhuva	4,41,653	7.88%	0.00%

Himmatbhai Parsottambhai Bhuva	3,77,650	6.74%	0.00%
Meetaben Himmatlal Bhuva	2,73,950	4.89%	0.00%
Anand Mahendrabhai Bhuva	1,49,287	2.67%	0.00%
Savan H Bhuva	1,14,530	2.04%	0.00%
Akshay Bhuva	38,219	0.68%	0.00%
Hemangini Devesh Pathak	200	0.00%	0.00%

Shares held by Promoters as at 31 <sup>st</sup> March, 2023	No. of Shares	% Held	% change during the year
Mahendra Ravjibhai Bhuva	6,48,742	11.58%	0.00%
Hansaben Mahendrabhai Bhuva	4,41,653	7.88%	0.00%
Himmatbhai Parsottambhai Bhuva	3,77,650	6.74%	0.00%
Meetaben Himmatlal Bhuva	2,73,950	4.89%	0.00%
Anand Mahendrabhai Bhuva	1,49,287	2.67%	0.00%
Savan H Bhuva	1,14,530	2.04%	0.00%
Akshay Bhuva	38,219	0.68%	0.00%
Hemangini Devesh Pathak	200	0.00%	0.00%

#### 16. Other Equity

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Capital Reserve	49.49	49.49
Securities Premium	414.22	414.22
Retained Earnings	1512.32	1494.08
<b>Total</b>	<b>1976.03</b>	<b>1957.79</b>

##### (i) Reserves & Surplus

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Capital Reserve</b>	<b>49.49</b>	<b>49.49</b>
<b>Securities Premium</b>	<b>414.22</b>	<b>414.22</b>
<b>Retained Earnings</b>		
Opening Balance	1494.08	1391.44
Add: Profit for the year	72.25	153.68
Add/(Less): Remeasurement of the net defined benefit liability/asset, net of tax effect	2.01	4.98
Less: Dividend on Equity Shares	(56.02)	(56.02)
<b>Total</b>	<b>1512.32</b>	<b>1494.08</b>

##### (ii) Nature and Purpose of Reserves

**Capital Reserve Account:** The company has transferred unpaid call money on account of share forfeiture to capital reserve.

**Securities Premium Account:** Securities premium account is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

**Retained Earnings:** Retained earnings are the profits / loss that the Company has earned / incurred till date, less any transfers to other reserves, dividends or other distributions paid to its equity shareholders.

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>17. Deferred Tax Liabilities (Net)</b>		
<b>Deferred Tax Liability</b>		
Related to Property, Plant and Equipments	50.27	39.34
<b>Total</b>	<b>50.27</b>	<b>39.34</b>
<b>Deferred Tax Assets</b>		
Expenses Allowable u/s 43B of the Income Tax Act, 1961	46.51	10.56
Others	3.43	1.71
<b>Total</b>	<b>49.94</b>	<b>12.27</b>
<b>Net Deferred Tax (Assets) / Liabilities</b>	<b>0.34</b>	<b>27.07</b>
<b>18. Borrowings</b>		
<b>Secured - At Amortized Cost</b>		
Loans Repayable on Demand (Refer Note (i))		
- From Bank (Cash Credit)	104.66	420.63
- From Bank (Overdraft)	0.54	-
<b>Total</b>	<b>105.19</b>	<b>420.63</b>

**(i) Nature of security:**

The above cash credit facility from Indian Overseas Bank is secured By Stock & Book Debts and further secured by equitable mortgage of Factory Land, Building and Industrial Shed. Moreover, 2 Directors have given personal guarantee for the said loan. The CC is at the interest rate of 9.35% p.a. (PY 8.30% p.a.)

The above overdraft facility from HDFC Bank is against fixed deposits. The OD is at the interest rate of 7.90% p.a. (PY Nil).

<b>19. Trade Payables</b>		
Total Outstanding Dues of Micro and Small Enterprises (Refer Note 37)	394.70	221.62
Total Outstanding Dues of Creditors Other Than Micro and Small Enterprises	209.70	436.74
<b>Total</b>	<b>604.40</b>	<b>658.35</b>

**19.1 Trade Payables Ageing Summary:**

Particulars	Less than 1 year	1-2 years	2-3 Years	More than 3 Years	Total
<b>As at 31<sup>st</sup> March, 2024</b>					
(i) Undisputed total outstanding dues of Micro and small enterprises	394.70	-	-	-	<b>394.70</b>
(ii) Others	207.56	0.41	1.74	-	<b>209.70</b>
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>As at 31<sup>st</sup> March, 2023</b>					
(i) Undisputed total outstanding dues of Micro and small enterprises	221.62	-	-	-	<b>221.62</b>
(ii) Others	435.00	1.74	-	-	<b>436.74</b>
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-

<b>20. Other Financial Liabilities</b>		
Other Expenses Payable	25.44	5.23
Unpaid Dividends*	44.43	36.37
<b>Total</b>	<b>69.87</b>	<b>41.60</b>

(\*) To be deposited with Investor Education and Protection Fund as when they became due.

**21. Other Current Liabilities**

Advances From Customers	605.78	491.97
Statutory Dues Payable	96.01	59.69
Salary & Wages Payable	38.80	38.33
Capital Advance Received	13.00	13.00
<b>Total</b>	<b>753.59</b>	<b>602.98</b>

**22. Provisions**

**Provision for Employee Benefits**

- Provision for Compensated Absences (Refer Note 33)	17.39	24.41
- Provision for Bonus/Ex-gratia	28.56	24.21

**Other Provisions**

- Warranties (Refer Note 32)	4.32	5.58
<b>Total</b>	<b>50.28</b>	<b>54.20</b>

Particulars	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2023
<b>23. Revenue From Operations</b>		
Sale of Products	5,887.86	6,904.28
Sale of Services	16.48	17.82
<b>Total</b>	<b>5,904.35</b>	<b>6,922.09</b>
<b>Disaggregation of Revenue</b>		
<b>Revenue based on Geography</b>		
<b>Sale of Products</b>		
- Domestic Sales	5,789.74	6,804.21
- Export Sales	98.13	100.07
<b>24. Other Income</b>		
Interest Income	54.26	48.59
Rent Income	2.40	-
Net Gain on Foreign Currency Transactions / Translations	2.67	8.84
Other Non-Operating Income (Net of Expenses)	6.82	5.56
<b>Total</b>	<b>66.15</b>	<b>62.99</b>
<b>Details of Interest Income</b>		
<b>Interest Income Comprises (measured at ammortised cost)</b>		
Interest from Banks on Fixed Deposits	52.15	45.99
Other Interest	2.10	2.60
<b>Total - Interest Income</b>	<b>54.26</b>	<b>48.59</b>
<b>Details of Other Non - Operating Income</b>		
<b>Other Non-Operating Income Comprises:</b>		
Export Incentives	2.52	0.67
Reversal on account of Expected Credit Loss Allowance	-	2.81
Other Miscellaneous Income	4.30	2.08
<b>Total - Other Non-Operating Income</b>	<b>6.82</b>	<b>5.56</b>
<b>25. Cost of Materials Consumed</b>		
<b>Raw Material Consumption</b>		
Opening Stock	831.38	895.57
Add: Purchases	4190.56	5213.96
	<b>5021.94</b>	<b>6109.53</b>
Less: Closing stock	662.26	831.38
<b>Total</b>	<b>4359.67</b>	<b>5278.15</b>



<b>26. Changes in Inventories of Finished Goods, Work-In-Progress and Stock-in-Trade</b>		
<b>(A) Inventories at the beginning of the year:</b>		
Finished Goods	22.42	46.51
Semi Finished Goods	491.30	329.86
	<b>513.72</b>	<b>376.37</b>
<b>(B) Inventories at the end of the year:</b>		
Finished Goods	32.21	22.42
Semi Finished Goods	418.89	491.30
	<b>451.10</b>	<b>513.72</b>
<b>Net Change in Inventories (A-B)</b>	<b>62.62</b>	<b>(137.35)</b>
<b>27. Employee Benefits Expenses</b>		
Salaries, wages, bonus, ex-gratia, allowances ,etc.	533.56	567.41
Contributions to Provident Fund and Other Funds	33.70	34.86
Staff welfare expenses	3.33	18.89
	<b>570.58</b>	<b>621.16</b>
<b>28. Finance Costs</b>		
Interest Costs:		
- Interest on Borrowings	41.56	41.25
Other Borrowing Costs	4.13	4.99
	<b>45.69</b>	<b>46.23</b>
<b>29. Other Expenses</b>		
Power and Fuel	21.16	25.81
Labour Charges	346.01	447.08
Repairs and Maintenance:		
- Machinery	1.70	8.46
- Others	14.20	20.56
Rates and Taxes	5.24	9.67
Rent Expenses (Refer Note 36)	2.65	1.44
Consultancy Charges	74.83	58.82
Auditor's Remuneration (Refer Note 29(i))	5.35	6.89
Travelling and Conveyance	37.32	38.11
Insurance	6.55	5.91
Selling and Distribution Expenditure	17.37	63.43
Freight Expenses	103.60	117.96
Sales Commission	0.20	3.88
Bad Debts / Advances Written Off	-	0.69
Expected Credit Loss Allowance (Refer Note No.39(A)(ii))	8.09	-
Donation	6.13	0.67
Miscellaneous Expenses	73.98	69.20
<b>Total</b>	<b>724.36</b>	<b>878.58</b>
<b>(ii) Auditor's Remuneration:</b>		
<b>Payments to the Statutory Auditors Comprises:</b>		
Statutory Audit (Including Limited Review)	4.00	4.50
Tax Audit	1.00	1.25
Other Certification Services	0.35	1.14
<b>Total</b>	<b>5.35</b>	<b>6.89</b>

### 30A TAX EXPENSE

<b>(a) Income Tax Expense</b>		
Current Tax		
Current Tax on profits for the year	55.62	33.31
Income Tax adjustments for earlier years	0.12	8.55
	<b>55.74</b>	<b>41.86</b>

Deferred Tax	(27.41)	9.56
	<b>(27.41)</b>	<b>9.56</b>
	<b>28.33</b>	<b>51.42</b>

<b>(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate</b>		
Profit Before Income Tax Expense	113.50	206.34
<b>Tax at the Indian tax rate of 25.168% (2022-23 - 25.168%)</b>	28.57	51.93
<b>Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:</b>		
Non-deductible tax expenses	1.15	0.21
Others	(1.51)	-
Allowances under section 43B of Income Tax Act, 1961	-	(9.27)
Reversal/ taxes paid of earlier year	0.12	8.55
<b>Income Tax Expense</b>	<b>28.33</b>	<b>51.42</b>

**30B The Major Components of Deferred Tax (Liabilities) / Assets arising on Account of Timing Differences are as follows:**

As at 31 <sup>st</sup> March, 2024	Balance Sheet	Profit & Loss	OCI	Balance Sheet
	01-04-2023	2023-24	2023-24	31-03-2024
Difference between written down value / capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	(39.34)	(10.93)	-	(50.27)
Allowances under section 43B of Income Tax Act, 1961	11.70	36.31	-	48.01
On account of provision of Expected Credit losses	0.31	2.04	-	2.34
Remeasurement benefit of the defined benefit plans through OCI	0.26	-	(0.67)	(0.41)
<b>Net Deferred Tax Asset / (Liabilities)</b>	<b>(27.07)</b>	<b>27.41</b>	<b>(0.67)</b>	<b>(0.34)</b>

As at 31 <sup>st</sup> March, 2023	Balance Sheet	Profit & Loss	OCI	Balance Sheet
	01-04-2022	2022-23	2022-23	31-03-2023
Difference between written down value / capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961.	(28.44)	(10.90)	-	(39.34)
Allowances under section 43B of Income Tax Act, 1961	9.65	2.05	-	11.70
On account of provision of Expected Credit losses	1.01	(0.71)	-	0.31
Remeasurement benefit of the defined benefit plans through OCI	1.94	-	(1.68)	0.26
<b>Net Deferred Tax Asset / (Liabilities)</b>	<b>(15.83)</b>	<b>(9.56)</b>	<b>(1.68)</b>	<b>(27.07)</b>

**31. Earnings Per Share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Profit attributable to equity holders of the Company for basic and diluted earnings per share	72.25	153.68
Weighted average number of shares at year end for basic and diluted earnings per shares(in Nos.)	56,01,710	56,01,710
<b>Basic and Diluted Earnings Per Share (in Rs.)</b>	<b>1.29</b>	<b>2.74</b>

### 32. Disclosure Relating to Provision

#### Provision for Warranty

Warranty cost are provided based on a technical estimated of the costs required to be incurred for repairs, replacement, material cost, servicing and past experience in respect of warranty costs. It is expected that this expenditure will be incurred over the contractual warranty period.

The movement in the above provision are summarized below:

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Opening Balance	5.58	7.03
Add: Provision created during the year	-	-
Less: Provision utilized during the year	1.26	1.45
<b>Closing Balance</b>	<b>4.32</b>	<b>5.58</b>

### 33. Employee Benefits

#### **[A] Defined Benefit Plan:**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded. The following tables summaries the components of net benefit expense recognized in the Statement of profit and loss and the funded status and amounts recognized in the balance sheet for the gratuity plan.

#### **Risks associated with defined benefit plan**

**Interest rate risk:** A fall in the discount rate which is linked to the Government Securities rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

**Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

**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. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

**Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

**Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

**Concentration Risk:** Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

**Characteristics of defined benefit plans**

During the year, there were no plan amendments, curtailments and settlements.

The following table sets out the status of the gratuity plan and the amounts recognized in the Company's financial statements as at March 31, 2024 :

Particulars	Gratuity - Funded as on	
	31-03-2024	31-03-2023
<b>a) Reconciliation in Present Value of Obligations (PVO) - Defined Benefit Obligation:</b>		
PVO at the beginning of the year	110.52	110.34
Current service cost	5.68	5.82
Interest cost	8.28	8.04
Past Service cost	-	-
Actuarial (Gains) / Losses on obligations - Due to Change in Financial Assumption	1.44	(1.16)
Actuarial (Gains) / Losses on obligations - Due to Experience	(4.16)	(5.76)
Actuarial (Gains) / Losses on obligations - Due to Demographic Assumptions	-	-
Benefit Paid directly by the employer	-	-
Benefits paid	(8.03)	(6.76)
<b>PVO at the end of the year</b>	<b>113.72</b>	<b>110.52</b>
<b>b) Change in Fair Value of Plan Assets:</b>		
Fair value of plan assets at the beginning of the year	114.65	103.48
Interest Income	8.59	7.54
Return on Plan Assets, Excluding Interest Income	(0.04)	(0.26)
Contributions by the employer	0.01	10.64
Benefits paid from the Fund	(8.03)	(6.76)
<b>Fair value of plan assets at the end of the year</b>	<b>115.17</b>	<b>114.65</b>
<b>c) Reconciliation of PVO and Fair Value of Plan Assets:</b>		
PVO at the end of period	(113.72)	(110.52)
Fair value of planned assets at the end of year	115.17	114.65
Funded status (Surplus / (Deficit))	1.45	4.12
<b>Net asset / (liability) recognized in the balance sheet</b>	<b>1.45</b>	<b>4.12</b>
<b>Net Interest Cost for Current Period</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Present Value of Benefit Obligation at the Beginning of the Period	110.52	110.34
Fair Value of Plan Assets at the Beginning of the Period	(114.65)	(103.48)
Net Liability/ (Asset) at the Beginning	(4.12)	6.86
Interest cost	8.28	8.04
Interest Income	(8.59)	(7.54)
<b>Net Interest Cost for Current Period</b>	<b>(0.31)</b>	<b>0.50</b>
<b>Expenses Recognized in the Statement of Profit or Loss for Current Period</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Current Service Cost	5.68	5.82
Net Interest Cost	(0.31)	0.50
Past Service Cost	-	-
<b>Expenses Recognized</b>	<b>5.37</b>	<b>6.32</b>
<b>Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Actuarial (Gains) / Losses on Obligation for the Period	(2.72)	(6.92)
Return on Plan Assets, Excluding Interest Income	0.04	0.26
<b>Net (Income) / Expense For the Period Recognized in OCI</b>	<b>(2.68)</b>	<b>(6.66)</b>
<b>Balance Sheet Reconciliation</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>

Opening Net Liability	(4.12)	6.86
Expense Recognized in Statement of Profit or Loss	5.37	6.32
Expense Recognized in OCI	(2.68)	(6.66)
Benefit Paid Directly by the Employer	-	-
Employer's Contribution	(0.01)	(10.64)
<b>Net Liability / (Assets) Recognized in the Balance Sheet</b>	<b>(1.45)</b>	<b>(4.12)</b>
<b>Category of Assets</b>		
	<b>31-03-2024</b>	<b>31-03-2023</b>
Insurance Fund	115.17	114.65
<b>Total</b>	<b>115.17</b>	<b>114.65</b>

<b>Other Details</b>	<b>Current period</b>	<b>Previous period</b>
No of Active Members	90	104
Per Month Salary for Active Members (Rs in Lakhs)	16.77	17.12
Weighted Average Duration of the Projected Benefit Obligation	6.12	7.00
Average Expected Future Service	14.00	16.00
Projected Benefit Obligation	113.72	110.52
Prescribed Contribution for Next Year (12 Months) (Rs. in Lakhs)	4.25	1.55

<b>Net Interest Cost for Next Year</b>	<b>Current period</b>	<b>Previous period</b>
Present Value of Benefit Obligation at the End of the Period	113.72	110.52
Fair Value of Plan Assets at the End of the Period	(115.17)	(114.65)
Net Liability/ (Asset) at the End of the Period	(1.45)	(4.12)
Interest Cost	8.21	8.28
Interest Income	(8.32)	(8.59)
<b>Net Interest Cost for Next Year</b>	<b>(0.10)</b>	<b>(0.31)</b>

<b>Expenses Recognized in the statement of Profit or Loss for Next Year</b>	<b>Current period</b>	<b>Previous period</b>
Current Service Cost	5.70	5.68
Net Interest	(0.10)	(0.31)
Expenses Recognized	5.60	5.37

<b>Particulars</b>	<b>Gratuity - Funded as on</b>	
	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>g) Major category of assets as at:</b>		
Insurer Managed funds	115.17	114.65
<b>h) Assumption used in accounting for the gratuity plan:</b>		
<b>Major Actuarial Assumptions</b>		
Expected return on plan assets (%)	7.49%	7.49%
Rate of Discounting	7.49%	7.49%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)
Mortality Rate after Employment	N.A.	N.A.

Note 1: Discount rate is determined by reference to market yields at the balance sheet date on Government bonds, where the currency and terms of the Government bonds are consistent with the currency and estimated terms for the benefit obligation.

Note 2: The estimate of future salary increases taken into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

Note 3: 100% of the plan assets are invested in group gratuity scheme offered by LIC of India.

<b>Maturity Analysis of the Benefit Payments: From the Fund</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
1 <sup>st</sup> Following Year	46.76	27.58
2 <sup>nd</sup> Following Year	4.06	25.88
3 <sup>rd</sup> Following Year	17.34	3.91
4 <sup>th</sup> Following Year	2.45	15.75
5 <sup>th</sup> Following Year	4.57	2.32
Sum of Years 6 to 10	36.33	38.08
Sum of Years 11 and above	83.20	91.02

#### Sensitivity Analysis

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Projected Benefit Obligation on Current Assumptions	113.72	110.52
Delta Effect of +1 % Change in Rate of Discounting	(5.04)	(5.30)
Delta Effect of -1 % Change in Rate of Discounting	5.89	6.21
Delta Effect of +1 % Change in Rate of Salary Increase	5.84	6.00
Delta Effect of -1 % Change in Rate of Salary Increase	(5.09)	(5.19)
Delta Effect of +1 % Change in Rate of Employee Turnover	(0.04)	0.13
Delta Effect of -1 % Change in Rate of Employee Turnover	0.03	(0.16)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognized in the Company's financial statements as at balance sheet date:

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>Total Employee Benefit Liabilities</b>		
Non-Current	-	-
Current	(1.45)	(4.12)

#### (c) Other Long Term Benefit:

The Company's Long-Term benefits includes Leave Encashment payable at the time of retirement subject to, policy of maximum leave accumulation of company. The scheme is not funded.

Changes in the present value of the obligation in respect of leave encashment

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Obligation at the year beginning	24.41	18.32
Provision during the year	(7.02)	6.10
<b>Obligation at the year end</b>	<b>17.39</b>	<b>24.41</b>

#### (d) Defined Contribution plans:

Amounts recognized as expense for the period towards contribution to the following funds:

<b>Particulars</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
Employers contribution to:		

- Provident Fund and Pension Fund	30.92	31.70
- Employee State Insurance (ESI)	2.78	3.10
- Gujarat Labour Welfare Fund	0.02	0.02
<b>Total</b>	<b>33.73</b>	<b>34.83</b>

#### 34. Related Party Transactions

The disclosure of related party transactions is presented on an aggregate basis for shareholders and companies controlled by shareholders, joint ventures and associates. In addition, there may be additional disclosures of certain significant transactions (balances and turnover) with certain related parties.

##### a. Name of the Related Party and Nature of Relationship: -

Sr. No.	Particulars	Relationship
<b>I</b>	<b>Key Managerial Personnel (KMP) / Directors:</b>	
	Mr. Mahendrabhai R. Bhuvu	Chairman and Managing Director
	Mr. Himmatlal P. Bhuvu	Executive Director
	Mrs. Hemangini D. Pathak	Independent Director
	Mr. Ashokkumar N. Shah	Independent Director
	Mrs. Asmani Surve	Independent Director (w.e.f. 11.08.2023)
	Mr. Sitaram Lokhande	Chief Executive Officer (w.e.f. 08.02.2024)
	Mr. Dinesh K. Punjabi	Chief Financial Officer
	Mrs. Gauri Y. Bapat	Company Secretary
<b>II</b>	<b>Relative of KMP</b>	
	Mr. Anand M. Bhuvu	Management Assistant
<b>III</b>	Enterprises in which Management or Relatives of Key Managerial Personnel having significance influence	Plastomech Equipments Pvt Ltd
<b>IV</b>	Associate Company	Pramukh Medical Devices Pvt Ltd TBC-Goldcoin Pvt Ltd

##### b. Key Management Personnel Compensation:-

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Short term employee benefits	103.75	97.72
Post employment benefits accumulated till date	49.17	49.13
<b>Total Compensation</b>	<b>152.92</b>	<b>146.85</b>

##### c. Transaction with Related Parties

Name of Party	Nature of transaction	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
Mr. Mahendrabhai R. Bhuvu	Managerial Remuneration	42.02	42.02
Mr. Himmatlal P. Bhuvu	Managerial Remuneration	42.02	42.02
Mr. Anand M. Bhuvu	Salary	4.08	-
Mr. Dinesh K. Punjabi	Salary	6.46	6.36
Mrs. Gauri Y. Bapat	Salary	7.51	7.32
Mr. Sitaram Lokhande	Salary	5.75	-
Mrs. Hemangini D Pathak	Director's Sitting Fees	0.33	0.24
Mr. Ashokkumar N Shah	Director's Sitting Fees	0.33	0.24
Mrs. Asmani Surve	Director's Sitting Fees	0.23	-
Plastomech Equipments Pvt Ltd	Purchase of Goods	-	0.04
Plastomech Equipments Pvt Ltd	Computer Expense	0.36	0.22

Plastomech Equipments Pvt Ltd	Purchase of Capital Goods	-	3.87
TBC-Goldcoin Pvt Ltd	Investment in Associate	72.00	-
TBC-Goldcoin Pvt Ltd	Rent Income	2.40	-
TBC-Goldcoin Pvt Ltd	Sale of Goods	34.41	-
TBC-Goldcoin Pvt Ltd	Reimbursement of expense	7.26	-
Pramukh Medical Devices Pvt Ltd	Interest Income	-	0.17
Pramukh Medical Devices Pvt Ltd	Loan Given	-	5.00
Pramukh Medical Devices Pvt Ltd	Loan Received Back	-	5.00

**d. Balance outstanding as at the end of the year**

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>Receivables</b>		
Plastomech Equipments Pvt Ltd	0.72	0.72
Pramukh Medical Devices Pvt Ltd	-	0.15
<b>Payables</b>		
Mr. Mahendrabhai R. Bhuva	1.82	1.72
Mr. Himmatlal P. Bhuva	3.32	2.32
Mr. Dinesh K. Punjabi	0.52	0.49
Mrs. Gauri Y. Bapat	0.59	0.56
Mr. Sitaram Lokhande	3.26	-
Mr. Anand M. Bhuva	0.36	-
Plastomech Equipments Pvt Ltd	0.03	-
Mr. Ashokkumar N Shah	0.30	-
Mrs. Hemangini D Pathak	0.30	-
Mrs. Asmani Surve	0.20	-

**Other Transactions:**

The Directors (Mahendrabhai Bhuva & Himmatlal Bhuva) have given personal guarantee for working capital facility of Rs. 250.00 lakhs availed by the company from Indian Overseas Bank.

**35. Additional information to the financial statements**

Contingent Liabilities and Capital Commitments

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(a) Contingent Liabilities</b>		
(i) Claims against the company not acknowledged as debts (on account of outstanding law suits)	176.00	176.00
<b>(b) No provision has been made for following demands raised by the authorities since the company has reason to believe that it would get relief at the appellate stage as the said demand are excessive and erroneous</b>		
(i) Disputed Income Tax Liability	20.40	20.40
<b>Total</b>	<b>196.40</b>	<b>196.40</b>
<b>(c) Commitments</b>		
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)		
- Property, Plant and Equipment	-	0.04

**36. Disclosure pursuant to Leases:**

(iii) As Lessee

(C) Operating Leases



### Short term Leases

The company has obtained premises for its business operations under short term leases. The Lease agreements have no sub leases. These Lease are generally cancellable and are renewable by mutual consent on mutually agreed terms. There are no restrictions imposed by lease agreements. The lease payments are recognised in Statement of Profit and Loss under the head "Rent Expense" in Note 29.

#### (D) Finance Leases

The Right of use (ROU) asset has been created on account of prepayments made by the company towards leasehold land.

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Ammortisation charges for right of use asset	1.10	1.10

#### (iv) As Lessor

The Company has temporarily given its part of the premises under operating lease. The operating lease is for 11 months and are renewable by mutual consent on mutually agreed terms. The company has recognised lease Income of Rs. 2.40 lakhs (PY. Nil) in the Statement of Profit and Loss.

### 37. Disclosures related to the Micro, Small and Medium Enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a) The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year		
- Principal Amount	432.76	221.62
- Interest Due thereon	Nil	Nil
(b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note: Out of above, amount pertaining to Medium Enterprises is Rs. 38.06 lakhs (PY Nil)

### 38. Fair Value Measurements

#### Financial instruments by category

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
<b>Financial Assets</b>						
Investments	-	-	60.85	-	-	1.76
Deposits	-	-	19.04	-	-	22.80
Trade Receivables	-	-	264.99	-	-	158.66
Cash and Cash Equivalents	-	-	3.43	-	-	1.89
Bank Balances other than above	-	-	312.48	-	-	735.08
Loan to Employees	-	-	0.36	-	-	0.39
Other Financial Assets	-	-	578.14	-	-	326.58
<b>Total Financial Assets</b>	-	-	<b>1,239.28</b>	-	-	<b>1,247.16</b>
<b>Financial Liabilities</b>						
Other Current Financial Liabilities	-	-	69.87	-	-	41.60
Borrowings	-	-	105.19	-	-	420.63
Trade Payables	-	-	604.40	-	-	658.35
<b>Total Financial Liabilities</b>	-	-	<b>779.47</b>	-	-	<b>1,120.58</b>

#### (i) Fair value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is as follows:-

Financial Assets and Liabilities measured at fair value - recurring fair value measurements

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the year.

The Company's policy is to recognize transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

#### (ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of the remaining financial instruments is determined using discounted analysis.

All of the resulting fair value estimates are included in level 1 or 2 except for unlisted equity securities where the fair values have been determined based on present values and the discount rates used were adjusted for counter party or own credit risk.

The carrying amounts of trade receivables, employee advances, cash and cash equivalents, bank fixed deposits and other short-term receivables, trade payables, capital creditors and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.

### **39. Financial Risk Management**

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

#### **(A) Credit risk**

Credit risk is the risk of incurring a loss that may arise from a borrower or debtor failing to make required payments. Credit risk arises mainly from outstanding receivables from free market dealers, cash and cash equivalents, employee advances and security deposits. The Company manages and analyses the credit risk for each of its new clients before standard payment and delivery terms and conditions are offered.

##### **(i) Credit risk management**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer and including the default risk of the industry, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- (i) Actual or expected significant adverse changes in business;
- (ii) Actual or expected significant changes in the operating results of the counterparty;
- (iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations;
- (iv) Significant increase in credit risk on other financial instruments of the same counterparty;
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates.

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired.

##### **(ii) Trade Receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortized cost. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instrument, which requires expected lifetime losses to be recognized from initial recognition of the receivables. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and relevant information that is available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

Reconciliation of Loss Allowance Provision – Trade Receivables

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Balance at the beginning of the year	1.22	4.03
Provision made / (reversed) during the year	8.09	(2.81)
<b>Balance at the end of the year</b>	<b>9.31</b>	<b>1.22</b>

The Proportion of expected Credit Loss Provided for Across the Ageing Bucket is summarised Below:

Bucket	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
0-6 Months	0%	0%
6-12 Months	1%	1%
12-24 Months	10%	10%
24-36 Months	50%	50%
Above 36 months	100%	100%

In addition to above the company makes specific provision for the receivables which are considered doubtful for recovery.

**(iii) Loans and advances**

In the case loans to employees, the same is managed by establishing limit. (Which in turn based on the employees salaries and numbers of years of services put in by the concern employees).

**(iv) Security Deposits**

Security Deposits are refundable and recoverable and there is no significant increased in credit risk.

**(v) Other Financials Assets**

Other Financials Assets are considered to be to be of good quality and there is no significant increased in credit risk.

**(vi) Cash and Cash Equivalents**

As at the year end, the Company held cash and cash equivalents of Rs. 3.43 lakhs (PY - Rs. 1.89 lakhs). The cash and cash equivalents are held with bank and financial institution counterparties with good credit rating.

**(B) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

**(i) Financing arrangements**

The company has long term borrowings in nature of Term loans from Banks which has been repaid during the year. The company also has short term cash credit and other non-fund based borrowings facilities.

**(ii) Maturities of financial liabilities**

The tables herewith analyze the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

**Contractual maturities of financial liabilities**

Particulars	Less than 1 year	More than 1 year	Total
<b>As at 31<sup>st</sup> March, 2024</b>			
<b>Non-derivatives</b>			
Borrowings	105.19	-	105.19
Trade Payables	604.40	-	604.40
Other Financial Liabilities	69.87	-	69.87
<b>Total Non-derivative liabilities</b>	<b>779.47</b>	<b>-</b>	<b>779.47</b>
<b>As at 31<sup>st</sup> March, 2023</b>			
<b>Non-derivatives</b>			
Borrowings	420.63		420.63
Trade Payables	658.35		658.35
Other Financial Liabilities	41.60		41.60
<b>Total Non-derivative liabilities</b>	<b>1,120.58</b>		<b>1,120.58</b>

**(C) Market risk**

**(i) Foreign currency risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The risk is measured through a forecast of foreign currency for the Company's operations.

The Companies exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Currency	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Trade receivable and other Receivable	Hedges available	Net exposure to foreign currency risk	Trade receivable and other Receivable	Hedges available	Net exposure to foreign currency risk
IN USD	-	-	-	-	-	-
IN EURO	-	-	-	-	-	-
INR-Equivalent (Rs. In Lakhs)	-	-	-	-	-	-

Currency	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Trade payable	Hedges available	Net exposure to foreign	Trade payable	Hedges available	Net exposure to foreign

			currency risk			currency risk
IN USD	-	-	-	-	-	-
IN EURO	-	-	-	-	-	-
INR-Equivalent (Rs. In Lakhs)	-	-	-	-	-	-

#### Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from unhedged foreign currency denominated financial instruments.

Particulars	Impact on Profit After Tax	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
USD/Euro sensitivity (In USD)	-	-
INR/USD and Euro increases by 5%	-	-
INR/USD and Euro decreases by 5%	-	-

#### 40. Capital Management

##### Risk management

The Company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital. \

##### Capital Management

For the purpose of Company's Capital Management, equity includes equity share capital and all other equity reserves attributable to the equity holders of the Company. The Company manages its capital to optimize returns to the shareholders and make adjustments to it in light of changes in economic conditions or its business requirements. The Company's objective is to safe guard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth and maximize the shareholders value. The Company funds its operations through internal accruals and long term borrowings competitive rate. The Management and Board of Directors monitor the return of capital as well as the level of dividend to shareholders.

#### 41. Event after reporting Period

Particulars	For the Year ended 31 <sup>st</sup> March, 2024	For the Year ended 31 <sup>st</sup> March, 2023
<b>Proposed dividend on Equity Shares :</b>		
Proposed dividend is Rs.1/- per share for the year ended on 31 <sup>st</sup> March, 2024	56.02	56.02
(PY 31 <sup>st</sup> March, 2023: Rs.1/- per share)		
	<b>56.02</b>	<b>56.02</b>

This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting and therefore not recognised as liability at year end.

#### 42. Other Disclosure Notes:

- The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.
- The company does not have any charges or satisfaction thereof, which is yet to be registered with ROC beyond the statutory period.

- (iii) The company have not traded or invested in Crypto currency or Virtual Currency during the year.
- (iv) The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (v) The company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vi) The company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

**43.**

- (a) The details of associate which is included in the CFS of the Company and the Company's effective ownership therein is as under:

Name of the Company	Relationship	Country of Incorporation	Group's Proportion of Ownership Interest	
			31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023
Pramukh Medical Devices Private Limited	Associate	India	40%	40%
TBC Gold Coin Private Limited	Associate	India	45%	-

- (b) Information as per Schedule III of Section 129 of the Companies Act, 2013 is provided as under:

Particulars	Net Assets i.e Total Assets minus Total Liabilities		Share in Profit or Loss	
	As a % of consolidated Net Assets	Amount	As a % of consolidated Net Assets	Amount
Polymechplast Machines Limited (Parent)	97.60	2,475.36	117.88	85.17
	(PY: 99.93)	(PY: 2,516.20)	(PY: 100.81)	(PY: 154.92)
<b>Subsidiaries:</b>				
1. Foreign : NA				
2. Indian : NA				
<b>Associates:</b>				
(Investment as per equity method)				
1. Indian:				
Pramukh Medical Devices Private Limited	-	-	(2.44)	(1.76)
	(PY: 0.07)	(PY: 1.76)	(PY: (0.81))	(PY: (1.25))
TBC Gold Coin Private Limited	2.40	60.84	(15.44)	(11.16)
	(PY: 0.00)	(PY: 0.00)	(PY: 0.00)	(PY: 0.00)

2. Foreign: NA				
<b>For the year ended 31<sup>st</sup> March, 2024</b>	<b>100.00</b>	<b>2,536.20</b>	<b>100.00</b>	<b>72.25</b>
<b>For the year ended 31<sup>st</sup> March, 2023</b>	<b>100.00</b>	<b>2,517.96</b>	<b>100.00</b>	<b>153.68</b>

44. The Consolidated Financial Statements were authorized for issue in accordance with a resolution passed by the Board of Directors on 27<sup>th</sup> May, 2024. The financial statements as approved by the Board of Directors are subject to final approval by its Shareholders.

The accompanying notes (1 to 44) are an integral part of the financial statements.

**As per our report of even date  
For CNK & Associates LLP  
Chartered Accountants  
Firm Registration No.: 101961W  
/ 100036W**

**Pareen Shah  
Partner  
Membership No.: 125011**

**For and on behalf of the Board of Directors  
Polymechplast Machines Limited**

**M.R. Bhuva  
Chairman  
(DIN: 00054562)**

**H.P. Bhuva  
Director  
(DIN: 00054580)**

**Gauri Y. Bapat  
Company  
Secretary  
(ACS: 22782)**

**D.K. Punjabi  
Chief Financial  
Officer**

**Sitaram Lokhande  
Chief Executive Officer**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**

**Date: 27<sup>th</sup> May, 2024  
Place: Vadodara**



**BOOK-POST**

*IF UNDELIVERED; please return to:*



**POLYMECHPLAST MACHINES LIMITED**  
Registered Office: "GOLD COIN HOUSE", 776, G.I.D.C.  
Makarpura, Vadodara-390010, Gujarat  
Contact: +91-265-2632210