



# Hipolin Limited

PHONE : (079) 26447730 • MOBILE : 9824507730  
E - mail : [hipolin@hipolin.com](mailto:hipolin@hipolin.com)

**To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street Fort,  
Mumbai, MH-400001  
Script Code: 530853**

Dear sir/ma'am,

**Subject – 31<sup>st</sup> Annual Report of the Company for the Financial Year 2023-24  
Ref – Regulation 30 and 34(1) of SEBI (Listing Obligation and Disclosure  
Requirements) Regulations, 2015**

Pursuant to Regulation 30 and 34(1) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, (the SEBI LODR), we enclose herewith the Annual Report of the Company for the Financial Year ended March 31, 2024, along with the Notice of the Thirty First (31<sup>st</sup>) Annual General Meeting (AGM) of the Company scheduled to be held on Monday, September 30, 2024, at 3:00 P.M. (IST) through Video Conferencing/Other Audio Visual Means.

Please note that the electronic copy of the 31<sup>st</sup> Annual Report for the financial year 2023-24 along with the notice of the 31<sup>st</sup> AGM is being sent by email to those Members whose email address are registered with the Company/Depositories. The notice of the 31<sup>st</sup> AGM and the annual report 2023-24 are also being uploaded on the website of the Company [www.hipolin.com](http://www.hipolin.com)

Thanking you,

**For HIPOLIN LTD**

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**ANJALI MAHESHWARI**  
**Company Secretary & Compliance Officer**

**Place:** Ahmedabad

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**REGD.OFFICE :**

Survey No. 2/2, Behind Safeexpress Logistic, Changodar, Dist. Ahmedabad 382213  
CIN: L24240GJ1994PLCO21719 • GST: 24AAACH3876J1ZG



**HIPOLIN LIMITED**  
**THIRTY- FIRST ANNUAL REPORT**  
**2023-2024**

# 31<sup>st</sup> Annual Report

**Board of Directors:** Shri Prafulla Gattani  
Shri Shailesh J. Shah  
Smt. Nitaben B. Shah  
Shri Umesh P. Mehta  
Shri Daxesh B. Shah  
Shri Samir R. Shah  
Smt. Avni Chouhan

Managing Director  
Director  
Independent Director  
Independent Director  
Director  
Director  
Independent Director

**Company Secretary:** Ms. Anjali Maheshwari

**Chief Financial Officer:** Runit Bharatbhai Shah

**Bankers:** The Kalupur Commercial Co-operative Bank Ltd  
HDFC Bank Ltd.

**Auditors:** S D P M & Co., Chartered Accountants, Ahmedabad.

**Registered Office:  
& Factory:** Survey No. 2/2, Paiki, Mouje Behind Safe Express Logistic,  
Changodar, Sanand Ahmedabad 382213  
Phone No.: (02717) 284202

**Corporate Office:** 208 Sarthik II, Opp. Rajpath Club, S.G Highway,  
Ahmedabad, Gujarat – 380015.

**Email Id:** [hipolin@hipolin.com](mailto:hipolin@hipolin.com), [cshipolin94@gmail.com](mailto:cshipolin94@gmail.com)

**Website:** [www.hipolin.com](http://www.hipolin.com)

**Share Transfer Agent: Link Intime India Private Limited**

C-101, 247 Park,  
L.B.S. Marg, Vikhroli (West), Mumbai – 400 083  
Tel No : +91 22 49186270 Fax: +91 22 49186060  
E-mail id : [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)  
Website : [www.linkintime.co.in](http://www.linkintime.co.in)

**Ahmedabad Unit:** 5th Floor, 506 to 508,  
Amarnath Business Center-I (ABC-I),  
Beside Gala Business center, Nr. St. Xavier's College Corner,  
Off C.G. Road, Navrangpura,  
Ahmedabad-380009. Phone No.: 079-26465179  
Email Id.: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)

## NOTICE

**NOTICE** hereby given that the Thirty First Annual General Meeting of the Members of **HIPOLIN LIMITED (CIN: L24240GJ1994PLC021719)** will be held through Video Conferencing / Other Audio Visual Means on **Monday 30th September 2024 at 3:00 p.m.** to transact the following business:

### **ORDINARY BUSINESS**

- 1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors ("the Board") and Auditors thereon and in this regard, pass the following resolution as Ordinary Resolutions:**

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors ("the Board") and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

- 2. To appoint Mr. Prafulla Gattani, Managing Director, who retires by rotation and being eligible, offers himself for re-appointment as Managing Director and in this regard, pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to provisions of Section 149, 152 of the Companies Act, 2013, Mr. Prafulla Gattani (DIN: 00147844), who retires by rotation at this meeting and being eligible has offered himself for re- appointment, be and is hereby re- appointed as Managing Director of the Company, liable to retire by rotation." – Power to board to decide the terms and conditions.

### **SPECIAL BUSINESS**

- 3. To consider and approve re-designation of Mr. Daxesh Shah from Executive Director to Non-Executive, of the Company and approve remuneration, in this regard, pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** approval be and is hereby accorded for re-designation of Mr. Daxesh Shah from Executive Director to Non-Executive director, with effect from 30th September 2024 whose terms of office shall be liable to retirement by rotation as per section 152(6) of the Companies Act, 2013.

**RESOLVED FURTHER THAT** pursuant to Sections 197, 198 and other applicable provisions of the Companies Act, 2013 ("the Act"), the underlying rules (including any statutory modification(s) or reenactment(s) thereof for the time being in force), framework for remuneration to non-executive directors and subject to such approvals as may be required, availability of net profits at the end of each financial year and also the total remuneration payable during any financial year to Directors who are neither Managing Directors nor Whole-time Directors not exceeding in the aggregate 1% (one percent) of the net profits of the Company computed in the manner stipulated in Section 198 of the Act, consent of the Members be and is hereby accorded to pay compensation in the form of profit related commission to Mr. Daxesh Shah, to be designated as Non-Executive director of the Company, with effect from 30th September 2024.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.

- 4. To consider and approve re-designation of Mr. Shaileshkumar Jayantilal Shah from Executive, Managing Director to Non-Executive Director, of the Company and approve remuneration, in this regard, pass the Following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** approval be and is hereby accorded for re-designation of Mr. Shaileshkumar Jayantilal Shah from Executive, Managing Director to Non-Executive director,

With effect from 30th September 2024 whose terms of office shall be liable to retirement by rotation as per section 152(6) of the Companies Act, 2013.

**RESOLVED FURTHER THAT** pursuant to Sections 197, 198 and other applicable provisions of the Companies Act, 2013 ("the Act"), the underlying rules (including any statutory modification(s) or reenactment(s) thereof for the time being in force), framework for remuneration to non-executive directors and subject to such approvals as may be required, availability of net profits at the end of each financial year and also the total remuneration payable during any financial year to Directors who are neither Managing Directors nor Whole-time Directors not exceeding in the aggregate 1% (one percent) of the net profits of the Company computed in the manner stipulated in Section 198 of the Act, consent of the Members be and is hereby accorded to pay compensation in the form of profit related commission to Mr. Shaileshkumar Jayantilal Shah, to be designated as Non-Executive director of the Company, with effect from 30th September 2024.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.

**HIPOLIN LIMITED**  
**CIN:L24240GJ1994PLC021719**

**By Order of the Board,**  
**For, Hipolin Limited**

**Date: 7th September 2024**  
**Registered Office:**  
**Survey No. 2/2, Paiki, Mouje Behind**  
**Safe Express Logistic, Changodar,**  
**Sanand Ahmedabad 382213**

**Sd/-**  
**Anjali Maheshwari**  
**ACS - 30864**  
**Company Secretary &**  
**Compliance Officer**

## **NOTES :**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business in the Notice is annexed hereto.
2. The 31st AGM will be held on Monday 30th September at 3:00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013. Annual Report will not be sent in physical form.
3. Since this AGM is being held through VC / OAVM, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. Members have to attend and participate in the ensuing AGM through VC/OAVM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Body Corporates whose Authorized Representatives are intending to attend the Meeting through VC/ OAVM are requested to send to the Company on their email [Idcshipolin94@gmail.com](mailto:Idcshipolin94@gmail.com) a certified copy of the Board Resolution/authorization letter authorizing their representative to attend and vote on their behalf at the Meeting and through E-voting.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Registrar & Share Transfer Agent of the Company/Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website [www.hipolin.com](http://www.hipolin.com), website of stock exchanges i.e. BSE limited at [www.bseindia.com](http://www.bseindia.com) that of National Securities Depository Limited (agency for providing remote e-voting facility), [www.evotingindia.com](http://www.evotingindia.com)
6. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice below. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. As the Annual General Meeting of the Company is held through Video Conferencing/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this Notice of AGM on the email ID [cshipolin94@gmail.com](mailto:cshipolin94@gmail.com).
10. The Register of Members and Share Transfer Books will remain closed from 23rd September, 2024 to 30th September, 2024 (both days inclusive) for the purpose of Annual General Meeting (AGM).
11. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc, to their Depository Participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to the Members. Members holding shares in physical form are requested to intimate the changes to the Registrar & Share Transfer Agents of the Company (RTA). 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.

12. Pursuant to the requirement of Regulation 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by The Institute of Company Secretaries of India, the brief profile/particulars of the Directors of the Company seeking their appointment or re-appointment at the Annual General Meeting (AGM) are stated at the end of this Notes annexed hereto.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
14. The members are requested to intimate to the Company, queries, if any, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
15. The Shareholders holding Shares in Physical form are advised to get their shares dematerialized as no physical shares can be traded in the Stock Exchanges in terms of SEBI and Stock Exchange guidelines.
16. This is to bring to the notice of the Shareholders that as per SEBI Notification, the request for effecting transfer of securities held in Physical form (except in case of transmission or transposition) would not be entertained and shall not be processed by the Company/ RTA of the Company w.e.f. 1st April, 2019. Hence, Shareholders are advised to get their physical shares dematerialized.
17. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
18. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM in electronic mode can send an email to [cshipolin94@gmail.com](mailto:cshipolin94@gmail.com).
19. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice below.
20. Members of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date i.e. 6<sup>th</sup> September, 2024 will receive Annual Report for the financial year 2023-24 through electronic mode only.
21. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd. 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad – 380 006 Email id: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in).
22. Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
23. To support the "Green Initiative", Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Registrar & Share Transfer Agents of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
24. There is alteration in resolution No.2 and for the same revised notice given to shareholders.



# HIPOLIN LIMITED

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Wednesday 25th September 2024 at 09:00 A.M. and ends on Sunday, 29th September 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Rs. 31313000.

### **How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### **Step 1: Access to NSDL e-Voting system**


##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or c l i c k a t <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-</li></ol>



Type of shareholders	Login Method
	<p>Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> 
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.**

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

# HIPOLIN LIMITED

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.****
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
    - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to Ms. Megha Samdani with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

# HIPOLIN LIMITED

## **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 cshipolin94@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cshipolin94@gmail.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step **1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the general meeting is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the general meeting through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the general meeting.
3. Members who have voted through Remote e-Voting will be eligible to attend the general meeting. However, they will not be eligible to vote at the general meeting.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the general meeting shall be the same person mentioned for Remote e-voting.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cshipolin94@gmail.com The same will be replied by the company suitably.
6. The Circulars waived the requirement of permitting the members to appoint proxies to attend and vote on his/her behalf, as the general meeting is being held through VC. Accordingly, the facility for appointment of proxies by the members will not be available. However, in pursuance of section 112 and section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the general meeting through VC and cast their votes through e-voting.
7. Participation of members through VC will be reckoned for the purpose of quorum for the general meeting as per section 103 of the Companies Act, 2013 ("the Act").
8. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the general meeting through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal/e- voting portal.
9. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 relating to the special Business to be transacted at the General Meeting is annexed hereto. The relevant details, pursuant to regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, in respect of Directors seeking appointment at this general meeting is annexed.
10. NSDL will be providing facility for voting through remote e-Voting, for participation in the general meeting through VC/OAVM facility and e-Voting during the General Meeting.
11. The members desired to change address / bank details / KYC updating / having any query /intimation/ updation / alteration, for any process respect to their data in the records of the company are requested to write the application letter seeking the procedure for bringing the change into effect along with quoting their Folio No. or Client ID No. , their PAN CARD, AADHAR CARD self-attested copy, photocopy of share certificate and supporting evidences to the Registrar and Transfer Agent (RTA) at following address M/S. LINK INTIME INDIA PVT. LTD., 506 TO 508, AMARNATH BUSINESS CENTRE – 1 (ABC-1), BESIDE GALA BUSINESS CENTRE, NEAR XT. XAVIER'S COLLEGE CORNER, OFF C G ROAD, NAVRANGPURA, AHMEDABAD – 380009. The RTA will guide/ act in accordance of the receipt of the documents lodged by the members.
12. Members desiring any information on Accounts are requested to write to the Company at least one week before the meeting so as to enable the management to keep the information ready. Replies will be provided at the meeting.
13. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to bring their copies of Annual Report and the attendance slip at the Annual General Meeting.
14. Nomination facility is available to the Shareholders in respect of share held by them.
15. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting.
16. Members who hold shares in the dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.
17. Members who have not registered their e-mail address and mobile number with the Company are requested to submit their valid e-mail address to LINK INTIME INDIA PVT. LTD., 506 TO 508, AMARNATH BUSINESS CENTRE – 1 (ABC-1), BESIDE GALA BUSINESS CENTRE, NEAR

## HIPOLIN LIMITED

XT. XAVIER'S COLLEGE CORNER, OFF C G ROAD, NAVRANGPURA, AHMEDABAD – 380009 quoting their Folio No. or Client ID No.. Members holding shares in demat form are requested to register/ update their e-mail address and mobile number with their Depository Participant(s) directly.

18. Members are requested to contact the Company's Registrar & Share Transfer Agent, for reply to their queries/ redressal of complaints, if any at following address M/S. LINK INTIME INDIA PVT. LTD., 506 TO 508, AMARNATH BUSINESS CENTRE – 1 (ABC-1) , BESIDE GALA BUSINESS CENTRE , NEAR XT. XAVIER'S COLLEGE CORNER, OFF C G ROAD, NAVRANGPURA, AHMEDABAD – 380009 or e-mail at ahmedabad@linkintime.co.in.
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants (DPs) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA of company at following address M/S. LINK INTIME INDIA PVT. LTD., 506 TO 508, AMARNATH BUSINESS CENTRE – 1 (ABC-1), BESIDE GALA BUSINESS CENTRE, NEAR XT.XAVIER'S COLLEGE CORNER, OFF C G ROAD, NAVRANGPURA, AHMEDABAD – 380009.
20. 20. As per SEBI vide its Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 & Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30th November, 2018 amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, No fresh transfer deed of physical share certificates can be lodged to the company or its RTA after 31st March, 2019 as per SEBI announcement. The transfer deed(s) once lodged prior to deadline and returned due to deficiency in the document may be re-lodged for transfer even after the deadline of April 01, 2019. Henceforth except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. This measure came into effect from April 01, 2019. The members are requested to refer SEBI circular SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 07/09/2020 for re - lodgment of transfer of shares.
21. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately of:
  - The change in the residential status on return to India for permanent settlement.
  - The particulars of the NRE account with a Bank in India, if not furnished earlier.
22. Members are requested to disclose their significant beneficial ownership to the company respect to their shareholding in the company pursuant to SEBI circular vide no. SEBI/HO/CFO/CMD1/CIR/P/2018/149 dated 7th December, 2018.
23. The Registers under the Companies Act, 2013 will be available for inspection at the Registered Office of the Company during business hours between 11.00 am to 5.00 pm on all working days except on holidays. The said Registers will also be available for inspection by the members at the AGM.
24. Annual Report is also uploaded on the Company's website [www.hipolin.com](http://www.hipolin.com) which may accessed by the members.
25. Voting Through Electronic Means:
  - I. In terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members the facility to exercise their right to vote on resolutions proposed to be considered at the 30th Annual General Meeting (AGM) by electronic means and business may be transacted through remote e-Voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-Voting") will be provided by the Central Depository Services (India) Limited.



- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The voting rights of the Shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- V. The Remote e-voting period Wednesday 25th September 2024 at 09:00 A.M. and ends on Sunday, 29th September 2024 at 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 23<sup>rd</sup> September 2024 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by shareholder, the shareholder shall not be allowed to change it subsequently.

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

The Remote e-voting period Wednesday 25th September 2024 at 09:00 A.M. and endson Sunday, 29th September 2024 at 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 23<sup>rd</sup> September 2024 may cast their votes electronically. The e-voting module shall be disabled byCDSL for voting thereafter. Once the vote on a resolution is cast by shareholder, the shareholder shall not be allowed to change it subsequently.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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 facilityPursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Typeof shareholders	Login Method
Individual Sharehold ers holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e- Voting option for eligible companieswhere the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 & voting during the meeting. Additionally, there is also links provided to access the system ofall e- Voting Service Providers i . e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers’ website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>



# HIPOLIN LIMITED

Type of shareholders	Login Method
	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting 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 NSDL</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.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e- Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e- Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.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.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</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.</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

Login type	Helpdesk details
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 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

**A. Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.****

- 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:

For Shareholders holding shares in Demat Form other than individual and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN Field. In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Manoj Shah with folio number 100 then enter MA00000100 in the PAN field.
Dividend Bank Details OR 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 as mentioned in instruction Step 5).</li> </ul>

## HIPOLIN LIMITED

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) 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.
- 11) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 12) 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.
- 13) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 14) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 15) 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.

### **C. Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- 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 logins should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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.

OR

Alternatively Non Individual shareholders are required 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; [hipolin@hipolin.com](mailto:hipolin@hipolin.com) / [cshipolin94@gmail.com](mailto:cshipolin94@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### **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 Company email Id: [hipolin@hipolin.com](mailto:hipolin@hipolin.com)/[cshipolin94@gmail.com](mailto:cshipolin94@gmail.com) and RTA email id: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) or in physical form at RTA of the Company at the following address: M/s Link Intime India Pvt Limited, 506 to 508, Amarnath Business Center-1 (ABC-1), Beside Gala Business Center, Near St. Xaviers' College Corner, Off. C.G. Road, Navarangpura, Ahmedabad-380009.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. 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.

### **OTHER E-VOTING INSTRUCTIONS:**

1. 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 022-23058738 and 022-23058542/43.
2. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Sachin Kareliya, Sr. Manager, (NSDL,) 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 on 022-23058542/43.
3. This notice has been updated with the instructions for voting through electronic means as per the amended Rules, 2015.
4. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
5. Ms. Megha Samdani (Proprietor, M K Samdani & Co.) has been appointed as the Scrutinizer to scrutinize the Remote e-voting and the poll process at the Annual General Meeting in a fair and transparent manner.
6. The scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and shall make, not later than 48 hours from the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, and submit the same to the Chairman or any Director of the Company authorized by the Chairman, who shall countersign the same.
7. The Results shall be declared forthwith on receipt of consolidated report from the Scrutinizer. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.hipolin.com](http://www.hipolin.com) and on the website of CDSL and shall also be communicated to the BSE Limited.

## ANNEXURE TO NOTICE

### **The Statement pursuant to Section 102 (1) of the Companies Act, 2013 ("the Act") and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Item No. 1:** To consider and approve the redesignation of Mr Daxesh Bhupendrabhai Shah from Executive Director of the Company to Non-Executive Director, of the Company.

Mr. Daxesh Bhupendrabhai Shah was appointed as the Executive Director of the Company for a period of five years from 18th December 2021. However, due to Mr, Daxesh Shah' multiple commitments and considering the executive responsibility that Mr. Daxesh Shah would assume within the Hipolin Limited, the Board of Directors (at their meeting held on 7th September 2024) at the recommendation of the Nomination and Remuneration Committee (at their meeting held on 7th September 2024, proposed the re-designation of Mr. Daxesh Shah as a Non-Executive Director of the Company and also the proposed remuneration payable to Mr. Daxesh Shah as the Non-Executive Director of the Board with effect from 30th September 2024. subject to the approval of the shareholders.

The Board of Directors recommends the resolution set out in Item No. 3 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Daxesh Shah are in any way concerned or interested in this resolution.

**Item 2.** To consider and approve the redesignation of Mr. Shaileshkumar Jayantilal Shah from Executive, Managing Director to Non-Executive Director, of the Company.

Mr. Shaileshkumar Jayantilal Shah was appointed as the Managing Director of the Company for a period of five years from 17th July 2023. However, due to Mr, Shaileshkumar Jayantilal Shah' multiple commitments and considering the executive responsibility that Mr. Daxesh Shah would assume within the Hipolin Limited, the Board of Directors (at their meeting held on 7th September 2024) at the recommendation of the Nomination and Remuneration Committee (at their meeting held on 7th September 2024), proposed the re-designation of Mr. Shaileshkumar Shah as a Non-Executive Director of the Company and also the proposed remuneration payable to Mr. Shaileshkumar Shah as the Non-Executive Director of the Board with effect from 30th September 2024 subject to the approval of the shareholders.

The Board of Directors recommends the resolution set out in Item No. 4 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Shaileshkumar Jayantilal Shah are in any way concerned or interested in this resolution.

# ANNUAL REPORT 2023-2024

## Annexure A

**Brief Particulars of Directors seeking Appointment/ Re-appointment at the forthcoming Annual General Meeting Pursuant of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by the ICSI:**

<b>Name of the Director</b>	<b>Mr. Prafulla Gattani,</b>	<b>Mr. Daxesh Bhupendrabhai Shah</b>	<b>Mr. Shaileshkumar Jayantilal Shah</b>
Director Identification Number (DIN)	00147844	00325284	00777653
Date of Birth	03/10/1967	12.09.1965	11.10.1951
Date of Appointment/ Re-appointment	11/09/2023	18/12/2021	17/07/2023
Qualifications	Master of Business Administration	Master's in Business Administration	Undergraduate in Science
Number of the Meetings of the Board attended during the year 2023-24	2 out of 2	7 out of 7	7 out of 7
Brief resume of the Director including nature of expertise in specific functional areas	Mr. prafulla Gattani qualified Bachelors of Commerce and Completed his Master of Business Administration. He is having wide experience in business Management activity	Shri Daxesh Shah has obtained their Master's in Business Administration from the University of Texas, U.S.A. he has a rich experience in the field of Management. His in-depth knowledge in fields of administration and management has contributed significantly towards the success of the Company	Mr. Shailesh J. Shah is having rich experience of more than 36 years in the field of Chemicals and Detergents. He is expert in handling multiple portfolios in the field of banking, Finance and administration. He is Having wide knowledge of the industry and markets that the company operates in and has been instrumental in the turnaround of the Company over the last few years.
No. of Shares held in the Company	NIL	3,19,738 Equity shares of Rs. 10 each fully paid up	141197 Equity shares of Rs. 10 each fully paid up
Inter-se Relations between Directors	NA	#	#
Terms and Conditions of appointment	As per Remuneration and Nomination Policy of the Company as displayed on the Company's Website viz. <a href="http://www.hipolin.com">http://www.hipolin.com</a>		

# Shri. Shailesh Shah is Daxesh B. Shah's uncle.

**Date : 7th September 2024**

**Registered Office:**

**Survey No. 2/2, Paiki, Mouje Behind Safe Express Logistic, Changodar, Sanand Ahmedabad 382213**

**Sd/-**

**Anjali Maheshwari  
ACS - 30864  
Company Secretary & Compliance Officer**

# HIPOLIN LIMITED

## THIS STATEMENT OF DISCLOSURES PURSUANT TO CLAUSE B (iv) OF SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 IS AS UNDER:

### I. General Information:

1. Nature of Industry: Manufacture of Detergent Powder & Cake
2. Date or expected date of commencement of production: The Company has already commenced commercial production in 1994.
3. In case of new Companies, expected date of commencement of activities as per the project approved by financial institutions appearing in the prospectus: Not Applicable.
4. Financial Performance based on given indicators (As per the audited standalone , financial statements)

(Amount Rs. In Lacs)

Particulars	Financial Year			
	2023-24	2022-23	2021-22	2020-21
Sales and Other Income	2021.46	1595.14	1245.62	1142.32
Profit/(Loss) before Tax	(88.56)	(93.04)	(97.08)	(51.77)
Net Profit/ (Loss) after Tax	(88.56)	762.77	(97.15)	(51.77)

5. Foreign Investments or collaborators, if any: The Company has not made any foreign investment or collaborations.

### II. Board of Directors

#### 1. Composition of the Board (Board)

The Composition of the Board of Directors of the Company is in conformity with the requirement of Regulation 17 of SEBI (LODR) Regulations, 2015.

The Board of Directors as on the date of this report is comprises of Eight (7) Directors, of which Four (4) are Executive Directors and the remaining Four (3) are Non- executive Directors including two woman Director, representing optimum combination of professionalism, knowledge and experience to ensure the independence of the Board and to separate the Board functions of governance and management, who have considerable experience in their respective fields. Non-Executive and Independent Directors have expert knowledge in the fields of finance, taxation, legal and industry. Thus, the Board represents a balanced mix of professionals, who bring the benefits of their knowledge and expertise.

None of the Directors on the Company's Board is a member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being, Audit Committee and Stakeholders Relationship Committee) across all Public companies in which he/she is a Director. All the Directors have made necessary disclosures regarding the positions held by them in Committees of other Companies and also Directorship of other Companies.

Attendance of each Director at the Board Meetings and last Annual General Meeting (AGM) along with the Directorship(s)/ Committee membership(s) held by them in other Companies:

Name of the Directors	Category	Attendance Particulars		No. of Directorships held in other Public Ltd. Companies Incorporated in India	Committee Memberships	
		Board Meeting	Last AGM		Member	Chairman
Shri Prafulla Gattani#	Managing Director	2	No	Nil	Nil	Nil
Shri Shailesh J. Shah	Managing Director Executive (Promoter)	7	Yes	Nil	1	Nil



Name of the Directors	Category	Attendance Particulars		No. of Directorships held in other Public Ltd. Companies Incorporated in India	Committee Memberships	
		Board Meeting	Last AGM		Member	Chairman
Shri. Daxesh B. Shah	Director- Executive (Promoter)	7	Yes	Nil	2	Nil
Shri. Samir R. Shah	Director Executive (Promoter)	7	Yes	1	Nil	Nil
Smt.Nita B. Shah	Independent, Non-executive	7	Yes	Nil	2	1
Shri Ajay R. Gandhi#	Independent, Non-executive	7	Yes	Nil	3	2
Shri Umesh P. Mehta	Independent, Non-executive	2	Yes	Nil	1	Nil
Shri Dimpal Ashokbhai Sheth #	Director Executive	3	No	Nil	0	Nil
Smt. Avni Chouhan	Independent, Non-executive	2	Yes	7	0	Nil

#Shri Dimpal Ashok Bhai Sheth director of the Company resigned from their post on 11th September 2023.

#Shri Ajay R Gandhi Shah was Resigned as Director in board meeting held on 8th May 2024.

#Shri Prafulla Gattani was Appointed as Managing Director by the Shareholders through Postal Ballot on 8th December 2023.

During the year, there have been no materially significant related party transactions, pecuniary relationships or transactions between the company and its non-executive Directors that may have potential conflict with the interests of the Company at large.

**III. Disclosures:**

- (a) Besides the transactions mentioned elsewhere in the Annual Report, there were no materially significant related party transactions entered into by the Company which may have the potential conflict with the interest of the Company at large.  
The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with related party transactions and during the year, there were no material transactions with related parties. The policy is also available on the website of the Company- ([www.hipolin.com](http://www.hipolin.com))
- (b) There were no instances of non-compliance by the Company or Penalties imposed on the Company by the Stock Exchange(s) or SEBI or any statutory authority, on any matter related to Capital Markets, during the last three years.
- (c) The Company has put in place the Whistle Blower Policy and the same is available on the website of the Company. Under the said policy, the employees are encouraged to report genuine concerns about suspected misconduct without fear of punishment or unfair treatment. During the year under review, no employee was denied the access to the Audit Committee and / or its Chairman.
- (d) The Company has complied with all mandatory requirements of Regulations 17 to 27 of SEBI (LODR) Regulations, 2015.
- (e) Where the Board had not accepted any recommendation of any Committee of the

# HIPOLIN LIMITED

Board which is mandatorily required, in the relevant financial year. - Not Applicable.

## **IV. Code of Conduct**

The Company has in place Code of Conduct and Ethics for all the Directors and for all Senior Management Personnel. It seeks to achieve, among others, higher standards of personal and professional integrity. A copy of the code has been placed on the Company's website <http://fairchem.in/investor-relations/Policies/Code-of-Conduct.pdf>. The code has been circulated to all the Directors and Senior Management Personnel and they affirm its compliance every year.

The Company has also in place a prevention of Insider Trading Code based on SEBI (Prohibition of Insider Trading) Regulations, 2015. This code is applicable to all Designated Persons defined under the Code of Conduct for Prevention of Insider Trading adopted by the Company. The code ensures prevention of dealing in shares by persons having access to the unpublished price sensitive information.

## **V. Means of Communication with shareholders**

The Company regularly interacts with shareholders through multiple channels of communication such as results' announcement, annual report, media releases, company's website and subject specific communications.

During the year, the quarterly, half yearly and annual financial results of the Company's performance were submitted to the Stock Exchange (BSE) soon after its approval by the Board of Directors at their Meetings and were also published in English and vernacular newspapers. Annual financial performance of the Company is also posted on the Company's website i.e. [www.hipolin.com](http://www.hipolin.com).

The Quarterly Results, Shareholding Patterns and all other corporate communication to the Stock Exchange are filed through BSE Listing Center, for dissemination on their website.

The report on Management Discussion and Analysis is annexed and forms part of the annual report.

## **VI. Details of General Meeting**

Location, date and time of General Meetings held during the last 3 years:

<b>Meeting</b>	<b>Year</b>	<b>Venue of General Meeting</b>	<b>Date &amp; Time</b>	<b>No. of Special Resolutions*</b>
28th AGM	2020-21	A/1/1, Nilkanth Ind. Estate, Sanand Viramgam Highway, Nr. Iyava Bus Stand, Via Virochannagar, (P.O.) Ta. :Sanand, Dist. : Ahmedabad-382170.	September 30, 2021 at 2:00 p.m.	Nil
EGM	2021-22	Through Video Conferencing	June 2, 2022 at 2:30 p.m.	Two
29th AGM	2021-22	Through Video Conferencing	September 28, 2022 at 2:00 p.m.	Two
30th AGM	2022-23	Through Video Conferencing	17Th July, 2023 At 2:00 PM	Two

\*At all the above AGMs, Special Resolutions were passed by poll and by e-voting in accordance with the applicable provisions of Section 108 of the Act and rules made thereunder.

Details of resolutions passed during F.Y. 2023-24 through postal ballot: 3

**VIII. Other Information**

1. Reasons of loss or inadequate profits: Cut throat competition and increase in the price of raw material are the main reasons for the loss of the Company.
2. Steps taken or proposed to be taken for improvement: Improving the Production process to reduce the cost of production and increasing the efforts in Marketing are ongoing things in the business of the Company.
3. Expected Measures in productivity and profits in measurable terms: The Company is working on some process changes where under yield of one of the prime products will increase. In turn, it should result increase in profitability.

**HIPOLIN LIMITED**  
**CIN:L24240GJ1994PLC021719**

**By Order of the Board,**  
**For, Hipolin Limited**

**Date: 7th September 2024**  
**Registered Office:**  
**Survey No. 2/2, Paiki, Mouje Behind**  
**Safe Express Logistic, Changodar,**  
**Sanand Ahmedabad 382213**

**Sd/-**  
**Anjali Maheshwari**  
**ACS – 30864**  
**Company Secretary and Compliance Officer**

## DIRECTORS' REPORT

To,

The Members,

Your Directors present the Thirty-First Annual Report and Audited Accounts of the Company for the financial year ended March 31, 2024.

### FINANCIAL RESULTS:

Amount (In lacs)

Sr. No.	Particulars	Year ended on		Year ended on	
		31-03-2024	31-03-2023	31-03-2024	31-03-2023
		STANDALONE		CONSOLIDATED	
(1)	Total Income	2021.46	1595.15	2021.51	1595.24
(2)	Profit/(Loss) before Exceptional Items and Tax	(88.56)	(93.04)	(88.61)	(93.08)
(3)	Profit/(Loss) before Taxation	(88.56)	762.77	(88.61)	762.73
(4)	Profit/(Loss) before Tax for the year	(88.56)	762.77	(88.61)	762.73
	Less : Provision for Taxation :				
	(a) Income Tax	-	-	-	-
	Add (b) Deferred Tax	-	-	-	-
	Sub-total	-	-	-	-
(5)	Profit/(loss) for the period after Tax for the year	(88.56)	762.77	(88.61)	762.73
	Other Comprehensive Income	(0.27)	(0.32)	(0.27)	(0.32)
(6)	Total Comprehensive Income	(88.84)	762.45	(88.89)	762.41
(7)	Earnings per Share (EPS) of Rs. 10/- each	(2.83)	24.36	(2.83)	24.36

### 1. OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

#### (A) Sales and Profit:

During the year under review, the standalone revenue from operations and other income of the Company were increased to Rs.2021.51 (in lacs) compared to Rs. 1595.24 (in thousands) of the previous year. The Company having a loss of Rs. (88.61) (In lacs), The EPS on financial statements for the year ended March 31, 2024 was (2.83) on basic/diluted basis.

#### (B) Raw Material:

Required quantities of the Raw materials were available within India.

#### (C) Export:

Company has not made any exports during the year. (No exports were made during the previous year).

### 2. DIVIDEND:

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any Dividend during the year under review.

### 3. RESERVES:

The Board of Directors of your company has decided not to transfer any amount to the Reserves for the year under review.

### 4. CAPITAL STRUCTURE:

The Authorised Share Capital of the company is Rs. 500(In Lacs) divided into 5000000 equity

shares of Rs. 10 each. The paid up share capital of the company is Rs. 313.13(In lacs) divided into 3131300 equity shares of Rs. 10 each. During the year, there was no change in the Capital structure i.e. Authorised, Issued and Paid Up Equity Share Capital of the Company. The Company is having only one class of shares.

**5. PUBLIC DEPOSITS:**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the period under review. Hence, the requirement for furnishing the details of deposits which are in compliance with Chapter V of the Act is not applicable.

**6. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):**

Pursuant to the provisions of section 124 of the Companies Act, 2013 and rules made thereunder, during the year, equity shares whose dividend had remained unclaimed / unpaid for a consecutive period of seven years were transferred to IEPF. As no dividend is declared, this clause is not applicable.

**7. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY, HAVING OCCURRED SINCE THE END OF THE FINANCIAL YEAR AND TILL THE DATE OF THE REPORT:**

There is no transaction in the year which impact the financial position in the company hence the clause is Not: Applicable

**8. TECHNICAL ACHIEVEMENT:**

The Company keeps on exploring the possibility of technical improvement and process optimization for better yields / product mix / energy efficiency.

**9. PARTICULARS OF LOANS GIVEN, GUARANTEES GIVEN, INVESTMENTS MADE AND SECURITIES PROVIDED UNDER SECTION 186:**

The company has not breached the criteria mentioned in Section 186 of Companies Act, 2013.

**10. LISTING:**

The Company's Securities are listed on BSE Limited at Mumbai. The Company has paid the listing fees for F.Y. 2023-24 on the paid up equity share capital.

**11. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement of Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, the Directors hereby confirm:

- a) that in the preparation of the financial statements for the year ended March 31, 2024, the applicable Indian Accounting Standards read with requirements set out under Schedule III of the Companies Act have been followed and there are no material departures from the same;
- b) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the (Profit) of the Company for that period;
- c) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the Directors have prepared the annual accounts on a 'Going Concern' basis;
- e) that the Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## 12. DIRECTORS AND BOARD EVALUATION:

In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Prafulla Gattani (DIN: 00147844 ) shall retire at the forthcoming Annual General Meeting of the Company and being eligible, offers himself for re-appointment.

#Shri Dimpal Ashokbhai Shet Director of the Company resigned from their post on 11th September 2023.

#Shri Prafulla Gattani was Appointed as Managing Director by the Shareholders through Postal Ballot on 8th December 2023.

# Shri Ajay R Gandhi Shah was Resigned as Director in board meeting held on 8th May 2024.

There is no other change in the composition of the Board of Directors and Key Managerial Personnel of the Company during the year under review, except as stated above.

Based on the criteria for evaluation of Independent Directors and the Board as recommended by the Nomination and Remuneration Committee and as adopted by the Board, Board carried out evaluation of its own performance, the individual Directors and the Committees.

The Independent Directors also carried out evaluation of Chairman and non-Independent Directors in the separate meeting. It was derived that overall the Board was functioning very well in a cohesive and interactive manner.

### **STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:**

The Company has received declarations from all the Independent Directors of the Company, inter alia, confirming that they meet the criteria of Independence as prescribed under Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015. There has been no change in the circumstances affecting their status as independent directors of the Company.

During the year under review, the Independent Directors (non-executive) of the Company had no pecuniary relationships or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committee of the Company.

The Board of Director declares that the Independent Directors in the opinion of the Board are:

- a) Persons of integrity and they possess relevant expertise and experience;
- b) Not a promoter of the Company or its holding, subsidiary or associate company;
- c) Have/had no pecuniary relationship with the company, its holding, subsidiary or associate company or promoter or directors of the said companies during the two immediately preceding financial year or during the current financial year;
- d) None of their relatives have or had pecuniary relationship or transactions with the company, its holding, subsidiary or associate company or promoter or directors of the said companies amounting to two percent or more of its gross turnover or total income or fifty lakh rupees whichever is lower during the two immediately preceding financial years or during the current financial year.
- e) Who, neither himself nor any of his relatives—
- f) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
- g) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of –
- h) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
- i) Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent. or more of the gross turnover of such firm;
- j) Holds together with his relatives two percent or more of the total voting power of the company; or is a Chief Executive or director, by whatever name called, of any non-profit

organization that receives twenty-five percent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent. Or more of the total voting power of the company; or possess

Such other qualifications as prescribed in Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

**KEY MANAGERIAL PERSONNEL:**

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2024 are: Shri Prafulla Gattani as Chairman & managing Director, Shri Shailesh Jayantilal Shah as Jt. Managing Director, Mr. Runit Shah as Chief Financial Officer and Ms. Anjali Maheshwari as Company Secretary.

**13. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR ETC.:**

Pursuant to the provisions of Section 178 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and Regulation 19 of SEBI (LODR) Regulations, 2015 the Board of Directors had approved and adopted the Remuneration and Nomination Policy as recommended by the Nomination and Remuneration Committee. The salient features of the said policy covering the policy on appointment and remuneration and other matters have been explained in the Corporate Governance Report.

**14. MEETINGS OF THE BOARD AND COMMITTEES:**

During the Financial year 2023-24, 7 (Seven) meetings of the Board of Directors took place. The intervening gap between the meetings was within the period prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details of all the Board meetings and meetings of all the Committees of the Board is annexed herewith as **Annexure A** to this Report.

**15. CONFIRMATION OF COMPLIANCE OF SECRETARIAL STANDARDS:**

The Company has complied with the provisions of 'revised' SS-1 Secretarial Standards on meetings of the Board of Directors which has come into effect from October 01, 2017 and also SS-2 Secretarial Standard on General Meetings during the year.

**16. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURE:**

There was no employee drawing an annual salary of Rs. 102.00 lakhs or more where employed for full year or monthly salary of Rs. 8.50 Lakhs or more where employed for part of the year and therefore, information pursuant to the provisions of Rule 5 (2) and (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is NIL.

Disclosure with respect to remuneration of the Directors and employees as required under Section 197 of the Act, and the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure B** to this Report.

**17. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

As stipulated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, annexed herewith this report herewith as **Annexure C** to this Report.

**18. AUDITORS:****• Statutory Auditors**

The shareholders had at the Twenty Ninth AGM of the Company appointed M/s. S D P M & Co., Chartered Accountants (Firm Registration Number: 126741W) as Statutory Auditors of the Company to hold office from the conclusion of the Twenty Ninth AGM till the conclusion of the Thirty Fourth AGM. They have under Section 139 of the Act and the Rules framed thereunder furnished a certificate of their eligibility.

The Auditors' Report for FY 2023-24 as submitted by the Statutory Auditors form a part of this Annual Report and neither contains any qualification, reservation nor adverse remark.



# HIPOLIN LIMITED

- **Secretarial Auditors**

Pursuant to Section 204 of The Companies Act, 2013 read with Rules thereof, the Board of Directors had appointed M/s M K Samdani & Co., Company Secretaries, Ahmedabad, as Secretarial Auditor of the Company for the FY 2023-24. A Secretarial Audit Report for FY 2023-24 in Form MR -3 is annexed herewith this report herewith as **Annexure D** to this Report.

The said report does not contain any qualification, reservation or adverse remark.

- **Cost Auditor:**

The company is registered under MSME Act, 2006. As per the Company's ( Cost Records and Audit ) Rules 2014 as amended by Companies ( Cost Records and Audit ) Amendment Rules 2014 issued by the Central Government , the company is not required to maintain the cost records hence the provisions of (vi) is not applicable to the company.

- **Internal Auditor:**

The Board of Directors has appointed M/s Umangi Bhavsar, Chartered Accountants (Firm Registration Number: 155999W) as an Internal Auditor of the Company for the Financial Year 2023-24.

The Internal Auditor directly report to audit committee. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives.

## 19. INTERNAL CONTROL AND ITS ADEQUACY:

The Company had commensurate with its size, single operational location and resultant requirement, Internal Control System. The firm of practicing Chartered Accountant has carried out the internal audit of the said system. Based on recommendation / report of the said Internal Auditor which is presented to the Audit Committee required corrective actions were initiated / taken by the Company.

### Internal Financial Controls

The Directors have laid down policies and procedures which are adopted by the company 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;

### Details of Fraud Reporting By Auditor:

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

## 20. EXTRACT OF ANNUAL RETURN

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at [https://www.hipolin.com/annual return/annual return -2023-24. Pdf](https://www.hipolin.com/annual%20return/annual%20return%20-2023-24.Pdf)

## 21. CORPORATE GOVERNANCE REPORT:

As the paid up capital and Net worth of the listed entity does not exceed 10 crores and 25 crores respectively as on 31st March, 2024, the Regulation 27(2) will not be applicable to the listed entity as per Regulation 15 of Chapter IV of SEBI (LODR) Regulations, 2015, hence the same is not attached.

## 22. BUSINESS RESPONSIBILITY REPORT:

The Business Responsibility Report, as required under Regulation 34(2) (g) of SEBI (LODR) Regulations, 2015 is not applicable to the Company.

## 23. CORPORATE SOCIAL RESPONSIBILITY REPORT:

The company's net profit, turnover and net worth are outside the criteria of Section 135 of the Companies Act, 2013, therefore, it is not required to spend any amount under CSR Activity.

**24. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:**

All contracts / arrangements / transactions with related parties entered into by the Company during the financial year were in the ordinary course of business and at an arm's length basis. During the year, the Company had entered into various contract / arrangement / transaction with related parties which are mentioned in Form AOC-2.

**25. VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

As required under Companies Act, 2013 and SEBI (LODR) Regulations, the Company has put in place Vigil Mechanism/ Whistle Blower Policy for Directors and Employees so that the Directors can report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct Policy. All cases registered under Whistle Blower Policy of the Company, if any, are reported to and are subject to the review of the Audit Committee. The Whistle Blower Policy has been posted on the website of the Company ([www.hipolin.com](http://www.hipolin.com)).

**26. RISK MANAGEMENT POLICY:**

The Company follows well-established and detailed risk assessment and minimization procedures, which is periodically reviewed by the Board. The Company has in place a business risk management framework for identifying risks and opportunities that may have a bearing on the organization's objectives, assessing them in terms of likelihood and magnitude of impact and determining a response strategy.

The Senior Management assists the Board in its oversight of the Company's management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks under the aegis of the overall business risk management framework.

**27. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:**

The Company firmly believes in providing a safe, supportive and friendly environment- a workplace where our values come to life through the supporting behaviors. Positive workplace environment and a great employee experience are integral part of our culture. The Company believes in providing and ensuring a workplace free from discrimination and harassment based on gender.

The Company educates its employees as to what may constitute sexual harassment and in the event of any occurrence of an incident constituting sexual harassment; the Company provides the mechanism to seek recourse and redressal to the concerned individual subjected to sexual harassment.

During the year there was no complaint of sexual harassment lodged with the Company.

**28. FIXED DEPOSITS**

We have not accepted any fixed deposits, including from the public, and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

**29. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND OUT GO:****A. Conservation of Energy**

The Company has not incurred significant amount on electricity, as most of the products of the company are mixing of various ingredients. The percentage of electricity expenses is very negligible to total expenses. However, the Company ensures conservation at all possible levels.

**B. Technology Absorption**

The Company has established a quality control laboratory and research and development laboratory. The Research & Development process does not require any sophisticated instruments.

The Company has adopted indigenously available technology for its production process. The Company has not adopted any foreign technology.

**C. Foreign Exchange Earnings and outgo: NIL**

# HIPOLIN LIMITED

## 30. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Particulars	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held as on 31.03.2024	Applicable Section
1	Jayantilal Bhogilal Chemicals Private Limited Address: 8, Ashok Nagar Soc, Nr. Bhattha, Vasna Road Ahmedabad GJ 380007	U24110GJ1998 PTC035113	Subsidiary	99.99%	186

## 31. ACKNOWLEDGMENTS:

Your Board of Directors wishes to place on record its appreciation to the contribution made by the employees of the company. The Directors also wish to thank the Government authorities, financial institutions, banks and shareholders for their cooperation and assistance extended to the company.

**BY ORDER OF THE BOARD OF THE DIRECTORS**

**Sd/-**  
**PRAFULLA GATTANI**  
**MANAGING DIRECTOR**  
**DIN: 00777653**

**Sd/-**  
**DAXESH B. SHAH**  
**DIRECTOR**  
**DIN: 00325284**

**DATE: 7th September 2024**  
**PLACE: AHMEDABAD**

**ANNEXURE A****BOARD AND COMMITTEES OF THE BOARD****1. Board Meetings and Attendance**

The Meeting of the Board of Directors is scheduled in advance. The Board meets at least once in a quarter and time elapsed between two meetings has not exceeded 120 days, inter-alia, to review the performance of the Company and consideration of quarterly financial results. Generally, the Board Meetings are held in Ahmedabad where the Corporate Office of the Company is situated. Each time, agenda is prepared in consultation with the Managing Director & Whole-Time Directors.

Senior executives are also invited to attend the Board meetings as and when required. Seven (7) Board meetings were held in the year 2023-24 as follows:

<b>No.</b>	<b>Date of Meeting</b>	<b>No. of Directors Present</b>
1	17.04.2023	Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri. Daxesh B. Shah Shri. Samir R. Shah
2	26.05.2023	Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri. Daxesh B. Shah Shri. Samir R. Shah Shri. Dimple Sheth
3	24.06.2023	Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri. Daxesh B. Shah Shri. Samir R. Shah Shri. Dimple Sheth
4	12.08.2023	Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri. Daxesh B. Shah Shri. Samir R. Shah Shri. Dimple Sheth Smt. Avni Chouhan
5	11.09.2023	Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri. Daxesh B. Shah Shri. Samir R. Shah

# HIPOLIN LIMITED

No.	Date of Meeting	No. of Directors Present
6	08.11.2023	Shri. Prafulla Gattani Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri. Daxesh B. Shah Shri. Samir R. Shah
7	13.2.2024	Shri. Prafulla Gattani Shri Shailesh J. Shah Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta Shri. Daxesh B. Shah Shri. Samir R. Shah Smt. Avni Chouhan

## Attendance

No.	Date of Meeting	Directors Present
1	17.04.2023	6
2	26.05.2023	6
3	24.06.2023	6
4	12.08.2023	6
5	11.09.2023	5
6	08.11.2023	6
7	13.02.2024	8

#Shri Prafulla Gattani was appointed as Managing Director in Postal ballot held on 08th December, 2023.

## 2 Independent Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and regulation 16(1) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and regulation 16(1) of the Listing Regulations.

The Independent Directors meet at least once in a financial year without the presence of Promoter Directors and management personnel. They discuss the matters pertaining to the business and other related affairs of the Company. The views expressed at such meeting are brought to the knowledge of the Chairman of the Board.

During the year, one meeting of the Independent Directors was held on 13th February, 2024. All the Independent Directors were present at the meeting.

Details of familiarization program imparted to Independent Directors are available on the Company's website on the following web link: [www.hipolin.com](http://www.hipolin.com) as per Regulation 25(7) and 46 of SEBI Listing Regulation.

### 1. Selection of New directors

Firstly, the Nomination and Remuneration Committee identifies, based on Company's policy for such position, suitable person having an expert knowledge and skill in his / her profession / area of business and who can effectively participate in Board proceedings and recommends the same to the Board. The Board after evaluating the said Committee's recommendation takes the decision which according to the Board is in the best interest of the Company.

### 2. Code of Conduct

The Company has in place separate texts of Code of Conduct – one for all the Directors

and the other for all Senior Management Personnel. It seeks to achieve, among others, higher standards of personal and professional integrity. A copy of the code has been placed on the Company's website (www.hipolin.com). The code has been circulated to all the Directors and Senior Management Personnel and they affirm its compliance every year.

**1. Audit Committee**

The composition of Audit Committee is in line with provisions of Section 177 of the Companies Act, 2013 and is in compliance with Regulation 18 of SEBI (LODR) Regulations, 2015. The Audit Committee comprises of two Independent Directors with Smt. Nita B. Shah as the Chairperson of the Committee and Shri Ajay Gandhi as the member and one executive director with Shri Daxesh Shah as the member. All the members of the Committee are financially literate and have adequate accounting knowledge. The Audit Committee met Five (5) times during the financial year 2023-24. Shri Ajay Gandhi resigned from the directorship on 8th May 2024 and in that replacement board of directors appointed Smt. Avni Chouhan as member of audit committee for the year 2024-2025.

The details of composition of the Committee and attendance at Meetings during the year are as follow:

<b>Name of the Director</b>	<b>Status in committee</b>	<b>Nature of Directorship</b>
Smt. Nita B. Shah	Chairperson	Independent Director
Shri Ajay R. Gandhi	Member	Independent Director
Shri Daxesh B. Shah	Member	Director

**Attendance**

<b>No.</b>	<b>Date of Meeting</b>	<b>No. of Directors Present</b>
1.	26.05.2023	Smt. Nita B. Shah , Shri Ajay R. Gandhi Shri Daxesh B. Shah
2.	24.06.2023	Smt. Nita B. Shah, Shri Ajay R. Gandhi Shri Daxesh B. Shah
3.	12.08.2023	Smt. Nita B. Shah, Shri Ajay R. Gandhi Shri Daxesh B. Shah
4.	08.11.2023	Smt. Nita B. Shah, Shri Ajay R. Gandhi Shri Daxesh B. Shah
5.	13.02.2024	Smt. Nita B. Shah, Shri Ajay R. Gandhi Shri Daxesh B. Shah

**The scope of the Audit Committee includes:**

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of statutory auditor and fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing with management the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of Section 134 of the Companies Act, 2013,
  - b. Changes, if any, in accounting policies and practices and reasons for the same,

## HIPOLIN LIMITED

- c. Major accounting entries involving estimates based on the exercise of judgment by management,
  - d. Significant adjustments made in the financial statements arising out of audit findings,
  - e. Compliance with listing and other legal requirements relating to financial statements,
  - f. Disclosure of any related party transactions,
  - g. Modified opinion(s) in the draft audit report
5. 5. Reviewing with the management, the quarterly financial statements before its submission to the Board for approval;
  6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
  7. Review and monitor the auditor's independence and performance, and effectiveness of audit process.
  8. Approval of any subsequent modification of transactions of the Company with related parties
  9. Scrutiny of inter-corporate loans and investments;
  10. Valuation of undertakings or assets of the Company, wherever it is necessary;
  11. Evaluation of internal financial controls and risk management systems;
  12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
  13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  14. Discussion with internal auditors, any significant findings and follow up thereon;
  15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
  16. Discussion with statutory auditors before the audit commences, about nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  18. To review the functioning of the Whistle Blower mechanism;
  19. Approval of appointment of CFO (i.e., the Whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
  20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

In addition to the areas noted above, Audit Committee looks into controls and security of the Company's internal control systems and internal audit reports.

The Committee Meetings were also attended by Internal Auditors, Statutory Auditors and Company Secretary who also acted as Secretary of the Committee.

A certificate from the Managing Director on the standalone and consolidated financial statements and other matters of the Company for the financial year ended March 31, 2024 is also appended at the end of this Report.



The Chairman of the Audit Committee was present in the last Annual General Meeting to answer the shareholders' queries.

## 2. **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015. The Nomination and Remuneration Committee comprises of Three (3) Independent Directors. Shri Ajay R. Gandhi- Chairman of the Committee, Smt. Nita B. Shah and Shri Umesh P. Mehta as the members of the Committee. The Company Secretary acts as the Secretary to the Committee.

The Nomination and Remuneration Committee met Seven (7) times during the financial year 2023-24. The details of Composition of the Nomination and Remuneration Committee and attendance at Meeting during the financial year 2023-24 are as follow:

<b>Name of the Director</b>	<b>Status in committee</b>	<b>Nature of Directorship</b>
Shri Ajay R. Gandhi	Chairman	Independent Director
Smt Nita B. Shah	Member	Independent Director
Shri Umesh P. Mehta	Member	Independent Director

### **Attendance**

<b>No.</b>	<b>Date of Meeting</b>	<b>No. of Directors Present</b>
1	17th April, 2023	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta
2	24th June, 2023	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta
3	11th September, 2023	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta
4	8th November, 2023	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta
5	11th September, 2023	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta
6	8th November, 2023	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta
7	13th February, 2024	Shri Ajay R. Gandhi Smt. Nita B. Shah Shri Umesh P. Mehta

### **Terms of Reference:**

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and removal;
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration for the Directors, key managerial personnel and other employees;
3. To formulate the criteria for evaluation of Independent Directors and the Board;

# HIPOLIN LIMITED

4. To devise a policy on Board Diversity;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

## **Performance Evaluation**

Pursuant to the provisions of Companies Act, 2013 and the Listing Regulations, the Board has carried out the annual valuation of its own performance, its committees and Directors individually. A Structured questionnaire was prepared after circulating the draft forms, covering various aspects of the Board's functioning such as adequacy of the Composition of the Board and its committee, Board culture, execution and the performance of specific duties, obligations and governance. A Consolidated summary of the ratings given by each Director was then prepared. The report of performance evaluation was then discussed and noted by the Board.

The performance evaluation of the Chairman and Managing Director and the Non Independent Directors was carried by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

## **Remuneration Policy:**

The Company has adopted a Nomination and Remuneration policy. The Nomination and Remuneration Policy is in compliance with all applicable provisions of the Companies Act, 2013, particularly Section 178 read with the applicable rules thereto and Regulation 19(4) of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015. The key objective of the remuneration policy is to ensure that it is aligned to the overall performance of the Company and the remuneration paid to the Directors is in line with the remuneration policy of the Company. The remuneration policy is placed on the website of the Company.

## **Remuneration to Directors:**

### **a. Non- Executive Directors**

The remuneration for Non-Executive (Independent) Directors consists of sitting fees as permissible under Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **b. Executive Directors:**

The Executive Directors of the Company viz., Managing Director and Whole Time Directors have been appointed in terms of the resolutions passed by the shareholders at the annual general meetings. Elements of the remuneration package comprise of salary, perquisites and other allowances as approved by the members at the annual general meetings.

The details of remuneration paid to Directors during financial year 2023-24, as required under Regulation 34 of SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 are as follows:

(in lacs)

<b>Directors</b>	<b>Salaries</b>	<b>Perquisites</b>	<b>Sitting Fees</b>	<b>Total</b>
Shri Daxesh B. Shah	3.62	NIL	NIL	3.62

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

## **3. Stakeholders' Relationship Committee**

The Stakeholders' Relationship Committee comprises of Shri Ajay R. Gandhi, Independent and Non-Executive Director as Chairman of the Committee, Shri Shailesh J. Shah and Mr. Daxesh B. Shah as Member of the Committee. At present, Ms. Anjali Maheshwari, Company Secretary is the Compliance Officer of the Company. The Committee met One (1) times during the financial year 2023-24.

The details of composition of the Committee and attendance at Meetings during the financial year 2023-24 are as follow:

<b>Name of the Director</b>	<b>Status in committee</b>	<b>Nature of Directorship</b>
Shri Ajay R. Gandhi	Chairman	Independent Director
Shri. Daxesh Shah	Member	Director
Shri Shailesh J. Shah	Member	Director

**Attendance**

<b>No.</b>	<b>Date of Meeting</b>	<b>No. of Directors Present</b>
1.	13th Feb, 2024	Shri Ajay R. Gandhi Shri Daxesh Shah Shri Shailesh J. Shah

The Committee has been constituted to monitor, review and redressal of investors' grievances of security holders, if any, like Transfer / Transmission / Demat of Shares, Non- receipt of Annual Report, Non-receipt of Declared Dividends, Loss of Share Certificates etc. and instance of several trade transaction of equity shares of the company by a 'connected person'.

During the year, no complaints were received from the security holders as per the certificate of RTA. No investor complaint was pending at the beginning or at the end of the year.

**ANNEXURE TO DIRECTORS' REPORT**

**Annexure B**

**DISCLOSURE ON MANAGERIAL REMUNERATION**

**[Pursuant to Section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

1. The remuneration of each Director/KMP of the Company for the Financial year 2023- 2024 is specified herewith:

<b>Sr. No.</b>	<b>Directors</b>	<b>Designation Category</b>	<b>Total Remuneration paid including Provident Fund &amp; Bonus paid by the Company for FY- 2023-24(Rs. In Lacs)</b>	<b>Ratio# of Remuneration of Director to Median Remuneration of Employees [sub- clause (i) of Rule 5(1)]</b>	<b>Increase/ (Decrease) in Remuneration (%) [Sub-clause (ii) of Rule 5(1)]</b>
1	Shri. Prafulla Gattani@	Managing Director Executive	NIL	NA	NA
2	Shri Shailesh J. Shah@	Chairman & Managing Director Executive	NIL	NA	NA
3	Shri Daxesh B. Shah@	Executive Director	3.62	0.97:1	-70.43%
4	Shri Samir R. Shah#	Executive Director	NIL	NA	NA
5	Smt. Nita B. Shah*	Independent Director Non- Executive	NIL	NA	NA
6	Shri Avni Chouhan*	Independent Director Non- Executive	NIL	NA	NA
7	Shri Umesh P. Mehta*	Independent Director Non- Executive	NIL	NA	NA
8	Shri Rumit B. Shah@	Chief Financial Officer	3.89	1.04:1	-68.22
9	Ms. Anjali Maheshwari@	Company Secretary	NIL	NA	NA

# Ratio of Remuneration of each director to the median remuneration of the employee is calculated on basis of gross salary.

\* The Non-Executive Independent Directors of the Company are entitled to sitting fees as per the statutory provisions and within the limits approved by the shareholders.

@ Key Managerial Personnel (KMP).

2. There were 29 employees (other than directors) on rolls of the Company as on 31st March, 2024.
3. It is affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees, adopted by the Company.
4. Average percentile increase already made in salaries of employees other than managerial personnel in last financial year - The average percentile increase made in the salaries of

Employees other than the managerial personnel is 7.00% as of year ended on March, 2024 compared to year ended on March, 2023 (calculated on basis of gross salary).

5. Increase in the managerial remuneration and justification thereof - The managerial remuneration is increased in the Financial year 2023-24. The managerial remuneration paid to the Director/ Directors is as per section 197 and Schedule V of the Companies Act 2013 and amendments thereon as approved by Board of Directors and shareholders of the company.
6. Disclosure under Section 197 (14) is as under:

The directors and key managerial persons of the company have been provided with the following remunerations from the subsidiary company Jayantilal Bhogilal Chemicals Private Limited the details of which are hereby mentioned:

<b>Sr. No.</b>	<b>Name</b>	<b>Designation in Subsidiary Company</b>	<b>Amount of Remuneration</b>
1	Shaileshkumar Shah	Director	NIL
2	Jaykumar Shah	Director	NIL
3	Subhash Shah	Director	NIL
4	Daxesh Shah	Employee	NIL
5	Rumit Shah	Employee	NIL

## **ANNEXURE TO DIRECTORS' REPORT**

### **Annexure C**

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

[Pursuant to Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

#### **ECONOMY:**

Indian economy appears to have now gone past the economic slowdown, persistent inflation, oscillating value of rupee and elevated fiscal deficit. Real GDP growth is 2022- 23, was 8.7% and 7.2% in FY 2023-24.

Population growth, especially households with children, drives demand in the consumer sector, while growth in economy drives demand in the commercial sector. The profitability of individual companies depends on several factors, such as efficient operations and effective sales and marketing.

#### **INDUSTRY HIGHLIGHTS:**

Major products of soap and detergent industry include soaps, laundry detergents, dishwashing detergents, household-cleaning products, hair cleaning products, and toothpaste. It is an international industry, and during the early years of 1990, world demand for its products has increased 1 to 3 percent every year. Many of the participants in the industry competed on a global basis. According to analysts, there is a firm correlation the standard of living of a nation and its usage of soap and detergent products. The analysts are expecting the industry to continue to grow in both the industrialized as well as developing nations. Our company is basically engaged in the manufacture of Detergents Powder and Cake.

The modifications in the cleaning products were also spurred by technical innovation, availability of improved ingredients, such as bleach additives, better optical brighteners, and improved technologies to improve the performance of soap and detergent products. Marketers packaged products differently to meet the needs and requirements of specialized users like households with infants or with men performing tasks that are traditionally associated with women. To meet the requirements of different market segments, the industry saw a development of brands and varieties

#### **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE OPERATIONS:**

The turnover of the Company increased to Rs 1973.12 (in Lacs) compared to the company has incurred loss of Rs. 88.56 (In lacs).

#### **OPPORTUNITIES:**

According to analysts, there is a firm correlation the standard of living of a nation and its usage of soap and detergent products. The analysts are expecting the industry to continue to grow in both the industrialized as well as developing nations. Due to awareness of an average citizen, with reference to CLEAN INDIA, demand of detergent may increase having multiplying effect. However, the consciousness regarding personal hygiene and clean surrounding increased in the current situation, which stimulated the demand for laundry and household cleaning products, thus, enhancing the market growth of detergents. The ultimate users may be approached via e-commerce & reputed retail chain.

#### **THREATS:**

The company faces cut-throat competition in the market from various emerging FMCG producers. Thus, to create Company's Brand loyalty is a costly affair by means of a very aggressive marketing in all Medias like TV Advertisements, slide shows, hoardings etc. An average customer is too price sensitive & may leave Company's brand for a marginally costly product compared to a competitor just because of heavy dose of marketing cost. Brand building & generating brand loyalty in the minds of consumers like multinationals & national competitors may eat the company's major portion of resources.

## **RISKS AND CONCERNS:**

- 1) The Company faces stiff & cut throat competition not only from multinationals but also from national/domestic competitors.
- 2) More expenses of advertising & marketing calls for deployment of funds result in higher burden of interest.
- 3) Inflationary tendency in cost elements like raw material cost, interest cost, marketing cost & transportation cost affect adversely to net margins as in competitive market selling price cannot be increased to absorb them all and hence generate low profit margin.

## **SEGMENT-WISE PERFORMANCE:**

The Company's main business activity is manufacturing of Detergent Powder and Cake.

## **OUTLOOK:**

The Company continues to explore the possibilities of expansion and will make the necessary investments when attractive opportunities arise.

## **INTERNAL CONTROL SYSTEMS:**

The Company has an adequate system of Internal Controls aimed at achieving efficiency in operations, optimum utilization of resources and compliance with all applicable laws and regulations. The observations and recommendations given by the Internal Auditors, a reputed firm of Chartered Accountants, for improvement of the business operations and their implementations are reviewed by the Audit Committee.

## **HUMAN RESOURCES:**

Talent acquisition, retention and development are an integral part of the HR Initiatives.

Your Company recognizes that transformation is successful only if the human capital is prepared for change & trained to accept new challenges. The Company has got very cordial relations with the employees at all the levels particularly with the workers. This year, as at March 31, 2024, the Company had 25 employees on the payroll of the Company.

## **CAUTIONARY STATEMENT:**

Certain statements in the Management Discussion and Analysis describing the Company's analysis and interpretations are forward looking. Actual results may vary from those expressed or implied. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The risks outlines are not exhaustive. Readers are requested to exercise their own judgment in assessing the risk associated with the Company.



# HIPOLIN LIMITED

## Annexure D

### Form No. MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 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,

**HIPOLIN LIMITED**

**CIN: L24240GJ1994PLC021719**

Survey No. 2/2, Paiki,

Mouje Behind Safeexpress Logistic,

Changodar, Sanand, Ahmedabad, Gujarat- 382213

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HIPOLIN LIMITED** ("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 Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2024**, according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the rules and regulations made there under  
However, there were no instances of Foreign Direct Investment, Overseas Direct Investment or External Commercial Borrowing during the year under review;
- 5) 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015;
  - (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(Not applicable to the company during the audit period)
  - (f) The Securities and Exchange Board of India(Buy Back of Securities)Regulations 2018;(Not applicable to the company during the audit period)
  - (g) Rules, Regulations, Circulars, Orders, Notifications and Directives issued under the above statute to the extent applicable.

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

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

### **Auditor's Responsibility**

We further state that, it is our responsibility to express an opinion on the compliance with the applicable laws and maintenance of records based on the audit.

The audit was conducted in accordance with applicable Standards and we have complied with statutory and regulatory requirements and the Audit was planned and performed to obtain reasonable assurance about compliance with applicable laws and maintenance of Records.

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

**We further report that** the Board of Directors of the Company is duly constituted. The changes in the composition of Board that took place during the year under review were carried out in compliance of the provisions of Act. Adequate notice is given to all the Directors to schedule the Board Meetings at least seven days in advance in due compliances of law. Agenda and detailed notes on agenda were also sent in advance and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of Board of Directors / Committees of the Company were carried through on the basis of majority. We were informed that there were no dissenting views by any members of Board / Committee in the meetings held during the year under review that were required to be captured and recorded as part of minutes.

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

We further report that there were following major instances happened during the year under review:

There were no other instances of:

- a) Public issue / Right issue of Shares / Debentures / Sweat Equity etc.
- b) Redemption of Securities.
- c) Merger / amalgamation / Reconstruction etc.
- d) Foreign Technical Collaboration.

**FOR M K SAMDANI & CO.,  
COMPANY SECRETARIES**

Sd/-

**Megha Samdani  
PROPRIETOR**

**ACS :41630**

**COP:21853**

**Date : 07<sup>th</sup> Septmber,2024**

**Place : Ahmedabad**

**PEER REVIEW NUMBER: 3320/2023**

**UDIN: A041630F001170791**

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

# HIPOLIN LIMITED

## "Annexure A"

To,  
The Members,  
**HIPOLIN LIMITED**  
**CIN: L24240GJ1994PLC021719**  
Survey No. 2/2, Paiki,  
Mouje Behind Safeexpress Logistic,  
Changodar, Sanand, Ahmedabad, Gujarat- 382213

Our report of even date is to be read along with this letter:

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

**FOR M K SAMDANI & CO.,  
COMPANY SECRETARIES**

**Sd/-**

**Megha Samdani  
PROPRIETOR**

**ACS :41630**

**COP:21853**

**PEER REVIEW NUMBER: 3320/2023**

**UDIN: A041630F001170791**

**Date : 07<sup>th</sup> Septmber,2024**

**Place : Ahmedabad**

**FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain Arm's Length transaction for the year ended 31st March, 2024.

**1. Details of contracts or arrangements or transactions not at Arm's length basis: NA****2. Details of contracts or arrangements or transactions at Arm's length basis:**

<b>Sr. No</b>	<b>Name(s) of the related party</b>	<b>Nature of relationship</b>	<b>Nature of contracts/ arrangements/ transaction</b>	<b>Amount (Rs.)(In Lacs)</b>
1.	Shri Rumit B Shah	Key Managerial Personnel	Remuneration	3.89
2.	Shri Daxesh B Shah	Relative of Key Managerial Personnel	Remuneration	3.62

**BY ORDER OF THE BOARD OF THE DIRECTORS**

Sd/-

**PRAFULLA GATTANI**  
**MANAGING DIRECTOR**  
**DIN: 00147844**

# HIPOLIN LIMITED

## **CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY**

As provided under Regulation 26 (3) of SEBI (LODR) Regulations, 2015 with the Stock Exchanges, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended March 31, 2024.

**For Hipolin Limited  
BY ORDER OF BOARD OF DIRECTORS**

**Sd/-  
PRAFULLA GATTANI  
CHAIRMAN &  
MANAGING DIRECTOR  
DIN: 00147844**

**DATE: 8th May, 2024  
PLACE: AHMEDABAD**

**CEO / CFO CERTIFICATION  
UNDER REGULATION 17(8) OF SEBI (LODR) REGULATIONS, 2015**

To,  
The Board of Directors,  
**HIPOLIN LIMITED**

- (1) We have reviewed standalone and consolidated financial statements and the cash flow statement of Hipolin Limited for the year ended March 31, 2024 and hereby certify that to the best of our knowledge and belief :
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (j) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (2) During the year, there are, to the best of our knowledge and belief, no transactions entered into by the Company which are fraudulent, illegal or violate of the Company's Code of Conduct.
- (3) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- (4) We have indicated to the Auditors and the Audit Committee :
  - (i) that there are no significant changes in internal control over financial reporting during the year;
  - (ii) that there are no significant changes in accounting policies during the year and
  - (iii) That there are no instances of significant fraud of which we have become aware.

**For Hipolin Limited  
BY ORDER OF BOARD OF DIRECTORS**

**Sd/-  
PRAFULLA GATTANI  
MANAGING DIRECTOR  
DIN: 00147844**

**DATE: 8th May, 2024  
PLACE: AHMEDABAD**

**Sd/-  
RUMIT B. SHAH  
CHIEF FINANCIAL OFFICER**

**STANDALONE INDEPENDENT AUDITOR'S REPORT**

**To The Members of  
Hipolin Limited**

**Report on the Audit of Standalone Ind AS Financial Statements**

**Opinion**

We have audited the accompanying standalone Ind AS financial statements of **The HIPOLIN LIMITED** ("the Company"), which comprises of Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, including Other Comprehensive Income, the Statement of Changes in Equity, the Statement of Cash Flow for the year ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (here in after referred to as "the financial statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2024, its Loss including other 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 Ind AS financial statements in accordance with the Standards on Auditing (SAs) as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significant in our audit of the standalone Ind AS financial statements for the year ended March 31, 2024. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

<b>Key audit matters</b>	<b>How our audit addressed the key audit matter</b>
Revenue Recognition "Revenue from contracts with customers" is recognized on transfer of control of promised goods to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods. The Revenue standard establishes a comprehensive framework for determining whether, how much and when revenue should be	Principal Audit Procedures Our audit procedures on adoption of Ind AS 115, Revenue from contracts with Customers ('Ind AS 115'), the new standard on revenue recognition, includes the following – <ul style="list-style-type: none"><li>• Evaluated the design and implementation of the processes and internal controls relating to implementation of the new revenue</li></ul>



<b>Key audit matters</b>	<b>How our audit addressed the key audit matter</b>
<p>recognized. This involves certain key judgments relating to identification of distinct performance obligations, determination of the transaction price, allocation of the transaction price to identified performance obligations, and the appropriateness of the revenue recognition methodology.</p> <p>Additionally, The standard mandates robust disclosures in respect of revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.</p> <p>Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.</p>	<p>recognition standard.</p> <ul style="list-style-type: none"> <li>Evaluated the detailed analysis performed by the management across revenue streams by selecting samples for the existing contracts with customers and verified the appropriateness of identification of distinct performance obligations, determination of the transaction price, allocation of the transaction price to identified performance obligations and the appropriateness of the revenue recognition methodology and, evaluated the appropriateness of the accounting policy and disclosures provided under the new revenue standard and assessed the completeness and mathematical accuracy of the relevant disclosures.</li> </ul>

**Information Other than the Standalone Ind AS Financial Statements and Auditor’s report thereon:**

The Company’s Board of Directors is responsible for the preparation of other information. The Other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexure to the Board report, Corporate Governance report and Shareholder’s information, but does not include the standalone Ind AS financial statements and our auditor’s report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion there on.

In connection with our audit of the standalone Ind AS 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 Ind AS 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 for the Standalone Ind AS Financial Statements:**

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS 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 accounting principles generally accepted in India, including the Indian accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Ind AS financial statements, the Management is responsible for

## HIPOLIN LIMITED

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 is also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements 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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the standalone Ind AS 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity'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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone Ind AS financial statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone Ind AS 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 an identified misstatements in the standalone Ind AS financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2024 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 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 and records.
  - c) The Balance sheet, the Statement of Profit & Loss including other comprehensive income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e) On the basis of the written representation received from the directors as on March 31, 2024 taken on records by the Board of Directors, none of the directors is disqualified as on March 31, 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 with reference to these standalone Ind AS Financial Statements and the operating effectiveness of such controls, refer to our separate Report in **Annexure "A" to this report.**
  - g) With respect to the matters to be included in the Auditor's report in accordance with the 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 Ind AS financial statements. [Refer note no 35 to standalone Ind AS financial statements.
    - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
    - (iv) (a) The management has represented that to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate ) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or any other person or entity including foreign entity (" Intermediaries"), with the understanding , whether recorded in writing or otherwise, that the intermediary shall, whether , directly or indirectly lend or invest in the persons or entities identified in any manner whatsoever by or on behalf of the company("Ultimate Beneficiaries")
    - (b) The management has represented , that, to the best of its knowledge and belief , no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity (" Funding Parties"), with the understanding, whether recorded in writing or otherwise , that the company shall, whether directly or indirectly, lend or invest in other persons or entities identified in the manner whatsoever by or on behalf of the Funding Party (" Ultimate Beneficiaries") or provide any guarantee , security or the like on behalf of the Ultimate Beneficiaries ; and
    - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) above of Rule

## HIPOLIN LIMITED

11(e), as provided under (a) and (b) above, contain any material misstatement.

- (v) The Company has not declared or paid any dividend during the year under audit.
- (vi) The company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "B"** a statement on the matters Specified in paragraphs 3 and 4 of the Order.

**Date : 08<sup>th</sup> May, 2024**

**Place : Ahmedabad**

**For S D P M & Co.  
Chartered Accountants**

**Sd/-**

**Sunil Dad**

**Partner**

**M.No. 120702**

**FRN : 126741W**

**UDIN: 24120702BKHF8131**

**ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT****ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of the Independent Auditor's Report of even date to the members of HIPOLIN LIMITED on the financial statements for the year ended 31st March, 2024)

**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 **Hipolin Limited** ("the Company") as of **March 31, 2024**, in conjunction with our audit of the standalone Ind AS Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls:**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's 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 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 over financial reporting 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 system over financial reporting 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 Ind AS 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 Ind AS 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with the authorization of the management and the directors of the Company and; (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or

## HIPOLIN LIMITED

disposition of the Company's assets that could have a material effect on the 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 adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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.

**Date : 08<sup>th</sup> May, 2024**

**Place : Ahmedabad**

**For S D P M & Co.  
Chartered Accountants**

**Sd/-  
Sunil Dad  
Partner  
M.No. 120702  
FRN : 126741W  
UDIN: 24120702BKHIFC8131**

**ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' of our report of even date)**

- i. In respect of company's fixed assets:
  - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b. The Company has a program of verification to cover all the items of fixed assets in phased manner which, in our opinion, is reasonably having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to information and explanations given to us by the management, no material discrepancy was noticed on such verification.
  - c. According to information and explanations given by the management, the title deeds of immovable properties, included under tangible fixed assets, are held in the name of the Company.
  - d. According to the information and explanations provided to us, the company has not revalued any Property, Plant and Equipment or intangible asset or both during the year.
  - e. There has been no proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- ii.
  - a) We have been informed that, inventories have been physically verified by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable with regard to the size of company. According to information and explanations given to us by the management, no material discrepancy was noticed on such verification.
  - b) the company does not have any working capital limits in excess of five crores rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- iii. The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- iv. According to the information and explanations given to us, the Company has not granted loans and made any investments or provided any guarantee or security to the parties covered under section 185 and 186. Accordingly, paragraph 3(iv) of the Order is not applicable.
- v. According to the information and explanation given to us, the company has not accepted the any deposits and does not have any unclaimed deposits as at 31st March, 2024 and therefore, the provisions of the clause 3(v) of the Order are not applicable to the company.
- vi. The company is registered under MSME Act, 2006. As per the Company's ( Cost Records and Audit ) Rules 2014 as amended by Company's ( Cost Records and Audit ) Amendment Rules 2014 issued by the Central Government , the company is not required to maintain the cost records hence the provision of Section 148(6)) & Clause (vi) of Paragraph 3 of the said Order are not applicable to the Company.
- vii.
  - (a) According to the information and explanation given to us, the company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Sales Tax, Goods & Service Tax, Duty of Customs, Cess and any other statutory dues applicable to it with appropriate authorities and no such undisputed amounts were in arrears for a period of more than six months from the date they became payable.
  - (b) According to the records of the Company and information and explanations provided to us, particulars of disputed amounts payable in respect of, Provident Fund, Income Tax, Goods and Service Tax, Sales Tax, Value Added Tax, Customs Duty, Service Tax, Cess and other material statutory dues, as on the last day of the period ending March 31, 2024 is NIL.



## HIPOLIN LIMITED

- viii. In our opinion and according to the information and explanations given to us, there are 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) , accordingly paragraph 3(viii) of the order is not applicable.
- ix. (a) According to the records made available to us and information and explanation given to us by the management, in our opinion the company has not defaulted in repayment of dues to a bank or financial institution.
- (b) the company has not been declared wilful defaulter by any bank of financial institution.
- (c) According to the records made available to us, the term loans were applied for the purpose for which the loans were obtained.
- (d) No funds have been raised on short term basis by the company. Thus the reporting under clause 3(ix)(d) of order is not applicable.
- (e) According to the information and explanation given to us, the company has not raised any loans during the year on the pledge of securities held in its subsidiary.
- x. According to the information and explanation given to us and based on our examination of the records of the company, the company has not raised money by way of initial public offer of further public offer during the year.
- xi. (a) According to the information and explanation given to us, no fraud by the company or no material fraud on the company by its officers or employees has been noticed or reported during course of our audit.
- (b) According to the information and explanation given to us, no report has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) The company has not received any whistle-blower complaints during the year. So the clause 3(xi)(c) of the order is not applicable.
- xii. According to the information and explanation given to us the company is not a nidhi company hence clause 3(xii) of companies (auditor's Report) order 2020 is not applicable.
- xiii. According to the information and explanation given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
- xiv. The company have an internal audit system commensurate with size and nature of its business. The reports of internal auditors have been considered by us.
- xv. According to the information and explanation given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. So the clause 3(xv) of the companies (auditor's Report) order 2020 is not applicable.
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India, 1934.
- xvii. According to the information and explanation given to us and based on our examination of the records of the company, the company has not incurred any cash losses in the financial year but the company has incurred cash losses of Rs. 79.80 Lakhs in the immediately preceding financial year.
- xviii. Based on our examination of the records of the company, there has not been any resignation of the statutory auditors during the year. Hence clause 3 (xviii) of companies (auditor's Report) order 2020 is not applicable.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities ,other information accompanying the financial statements and our knowledge of the Board Of Directors and management plans and based on our examination of the evidence supporting the assumptions , nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing as at the date of the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date. We however 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

## ANNUAL REPORT 2023-2024

Liabilities falling due within a period of one year from the balance date, will get discharged by the Company as and when they fall due.

- xx. The company is not having net worth of Rs. 500 crore or more, or turnover of Rs. 1000 crore or more or a net profit of Rs. 5 crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the order is not applicable for the year.
- xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

**Date : 08<sup>th</sup> May, 2024**

**Place : Ahmedabad**

**For S D P M & Co.  
Chartered Accountants**

**Sd/-  
Sunil Dad  
Partner  
M.No. 120702  
FRN : 126741W  
UDIN: 24120702BKHIFC8131**

# HIPOLIN LIMITED

## BALANCE SHEET AS AT MARCH 31, 2024

(Rs. in Lacs)

Particulars	Note No	As at 31.03.2024	As at 31.03.2023
<b>ASSETS</b>			
<b>1 Non-current Assets</b>			
(a) Property, Plant and Equipment	3	95.65	94.77
(b) Capital Work In Progress		-	-
(c) Non- Current assets held for sale		-	-
(d) Goodwill		-	-
(e) Other Intangible Assets		-	-
(f) Intangible assets under development		-	-
(g) Biological Assets Other than bearer plants		-	-
(h) Financial Assets			
(i) Investments	4	728.5	748.69
(ii) Loans	5	1.46	1.69
(iii) Others	6	278.79	267.36
(i) Deferred tax Assets ( Net)			-
(j) Other non current assets	7	6.38	6.38
<b>Total non current assets</b>		<b>1,110.77</b>	<b>1,118.88</b>
<b>2 Current Assets</b>			
(a) Inventories	8	124.78	109.93
(b) Financial assets			
(i) Investments		-	-
(ii) Trade Receivables	9	358.93	199.98
(iii) Cash and cash equivalents	10	16.01	9.77
(iv) Bank Balances other than (iii) above	11	-	26
(v) Loans	12	-	0.56
(vi) Other financial assets	13	-	10.43
(c) Current Tax Assets (Net)			-
(d) Other current assets	14	17.18	10.19
<b>Total current assets</b>		<b>516.9</b>	<b>366.85</b>
<b>TOTAL ASSETS</b>		<b>1,627.67</b>	<b>1,485.73</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	15	313.13	313.13
(b) Other equity	16	829.02	917.85
<b>Total equity</b>		<b>1,142.15</b>	<b>1,230.98</b>
<b>LIABILITIES</b>			
<b>1 Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings		-	-
(ia) Lease Liabilities		-	-
(i) Trade Payables			
(A) Total outstanding Dues Of Micro Enterprises and Small Enterprises		-	-
(B) Total outstanding Dues Of Creditors Other than Micro Enterprises and Small Enterprises		-	-
(ii) Other financial liabilities ( Other than those specified in item (B) to be Specified )		-0.35	13.15
(b) Provisions	17	-	-
(c) Deferred tax liabilities (Net)			-
(d) Other Non Current Liabilities			-
<b>Total non current liabilities</b>		<b>-0.35</b>	<b>13.15</b>
<b>2 Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	18	208.22	76.39
(ia) Lease Liabilities			-
(ii) Trade Payables	19		
(A) Total outstanding Dues Of Micro Enterprises and Small Enterprises			0.18
(B) Total outstanding Dues Of Creditors Other than Micro Enterprises and Small Enterprises		227.35	120.03
(iii) Other financial liabilities ( Other than those specified in item (B) to be Specified )		23.11	36.53
(b) Other Current Liabilities	20	27.19	8.46
(c) Provisions	21		
(d) Current tax Liabilities ( Net)			-
<b>Total current liabilities</b>		<b>485.88</b>	<b>241.6</b>
<b>Total liabilities</b>		<b>485.52</b>	<b>254.75</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,627.67</b>	<b>1,485.73</b>
Summary Of Significant Accounting Policies	2		

The Accompanying Notes are an Integral Part of Financial Statement.  
As per our report of even date attached

**For S D P M & Co.**

Chartered Accountants  
Firm Registration No.: 126741W

Sd/-

**Sunil Dad**

PARTNER

Membership No.: 120702  
UDIN: 24120702BKHIFC8131

Date : 08/05/2024

Place: Ahmedabad

**FOR & ON BEHALF OF THE BOARD**

Sd/-

**Prafulla Gattani**

Managing Director

DIN : 00147844

Sd/-

**Rumit Shah**

Chief Financial Officer

PAN: AFGPS3296D

Sd/-

**Daxesh Shah**

Director

DIN:00325284

Sd/-

**Anjali Maheshwari**

Company Secretary

PAN: AVQPM4709B

Date : 08/05/2024

Place : Ahmedabad

**Statement of Profit And Loss Account for the year ended on March 31, 2024**

(Rs. in Lacs)

Particulars	Note No	Year ended 31 March 2024	Year ended 31 March 2023
<b>I</b> Revenue from operations	22	1,973.12	1,555.58
<b>II</b> Other income	23	48.34	39.57
<b>III</b> Total income (I+II)		<b>2,021.46</b>	<b>1,595.15</b>
<b>IV</b> Expenses			
(a) Cost Of Materials Consumed	24	1,338.64	1,093.36
(b) Purchase of stock in trade	25	123.62	114.84
(c) Changes in stock of finished goods, Stock in Trade and work-in-progress .	26	(2.43)	(23.03)
(d) Employee benefits expense	27	171.63	146.93
(e) Finance costs	28	8.81	5.19
(f) Depreciation and amortisation expense	3	9.27	7.52
(g) Other expenses	29	460.48	343.38
<b>Total expenses (IV)</b>		<b>2,110.02</b>	<b>1,688.19</b>
<b>V Profit / ( Loss ) before exceptional items and tax (III-IV)</b>		<b>(88.56)</b>	<b>(93.04)</b>
<b>VI Exceptional Items</b>		-	<b>(855.81)</b>
<b>VII Profit / ( Loss ) after exceptional items (V-VI)</b>		<b>(88.56)</b>	<b>762.77</b>
<b>VIII Tax Expense:</b>			
1 Current Tax		-	-
2 Deferred Tax		-	-
<b>IX Profit / ( Loss ) for the period (PAT) (VII-VIII)</b>		<b>(88.56)</b>	<b>762.77</b>
<b>X Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
i) Remeasurement of defined benefit plans		0.27	0.32
ii) Changes in fair valuation of equity instruments		-	-
iii) Income tax relating to to items that will not be reclassified to profit or loss.		-	-
<b>XI Total Comprehensive Income for the period (XIII-XIV) Comprising Profit /( Loss) and Other Comprehensive Income for the period.</b>		<b>(0.27)</b>	<b>(0.32)</b>
<b>XII Total Comprehensive Income for The Period Paid Up Equity Share Capital (Face Value of Equity Share : Rs. 10 each)</b>		<b>(88.84)</b>	<b>762.45</b>
		<b>31,313.00</b>	<b>31,313.00</b>
<b>XIII Earnings per Equity share</b>	30		
Basic		(2.83)	24.36
Diluted		(2.83)	24.36
Summary Of Significant Accounting Policies	2		

The Accompanying Notes are an Integral Part of Financial Statement.

As per our report of even date attached

**For S D P M & Co.**  
Chartered Accountants  
Firm Registration No.: 126741W

Sd/-  
**Sunil Dad**  
PARTNER  
Membership No.: 120702  
UDIN: 24120702BKHIFC8131  
**Date : 08/05/2024**  
**Place: Ahmedabad**

**FOR & ON BEHALF OF THE BOARD**

Sd/-  
**Prafulla Gattani**  
Managing Director  
DIN : 00147844  
Sd/-  
**Rumit Shah**  
Chief Financial Officer  
PAN: AFGPS3296D

**Date : 08/05/2024**  
**Place : Ahmedabad**

Sd/-  
**Daxesh Shah**  
Director  
DIN:00325284  
Sd/-  
**Anjali Maheshwari**  
Company Secretary  
PAN: AVQPM4709B

# HIPOLIN LIMITED

## Cash Flow Statement For The Year Ended On March 31, 2024

(Rs. in Lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>A. Cash Flow from Operating Activities</b>		
<b>Profit Before Taxation</b>	<b>(88.56)</b>	<b>762.77</b>
<b>Adjustments for:-</b>		
Depreciation / Amortisation	9.27	7.52
Dividend Income	(0.65)	(0.65)
Unrealised Exchange (Gain)/ Loss		-
Finance Cost	8.81	5.19
Interest Income	(17.74)	(18.26)
(Profit) / Loss on Sale of Property, Plant and Equipment (Net)	-	(855.81)
<b>Operating Profit Before Working Capital Changes</b>	<b>(88.88)</b>	<b>(99.25)</b>
<b>Adjustments for changes in working capital</b>		
Trade Receivables	(158.95)	(40.54)
Inventories	(14.85)	(58.57)
Other Financial assets	9.99	0.27
Other Assets	(6.75)	(5.12)
Trade Payables	107.15	62.18
Other Liabilities	(13.42)	(374.29)
Provisions	4.95	11.91
<b>Cash Generated From Operations</b>	<b>(160.77)</b>	<b>(503.42)</b>
Taxes Paid (net of refunds)	-	-
<b>Net Cash generated from Operating Activities</b>	<b>(160.77)</b>	<b>(503.42)</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Property, Plant and Equipment and Intangibles etc.	(10.15)	(38.72)
Proceeds from disposal of Property, Plant and Equipment	-	920.47
Investment in Bonds	20.18	(330.49)
Investments in Subsidiary	-	(80.00)
Dividend Income Received	0.65	0.65
Interest Income Received	17.74	18.26
(Placement) / Redemption Fixed Deposits (Net)	15.57	43.00
<b>Net Cash from / (used in) Investing Activities</b>	<b>44.00</b>	<b>533.17</b>
<b>C. Cash Flow from Financing Activities</b>		
Net Proceeds / (Repayment) of Working Capital Loan	131.83	(33.57)
Interest Paid	(8.81)	(5.19)
<b>Net Cash used In Financing Activities</b>	<b>123.02</b>	<b>(38.76)</b>
<b>Net Increase/ (Decrease) in cash and cash equivalents (A+B+C)</b>	<b>6.25</b>	<b>(9.01)</b>
Cash & cash Equivalents at the beginning of the year	9.77	18.78
<b>Cash &amp; cash Equivalents at the end of the year</b>	<b>16.01</b>	<b>9.77</b>

# ANNUAL REPORT 2023-2024

(Rs. in Lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Cash and Cash Equivalents		
Cash on Hand	0.82	1.65
Bank Balance		
In Current Accounts	15.20	8.12
In Fixed Deposit account with bank	-	-
Effect of Exchange differences on balances with banks in foreign currency	-	-
	<b>16.01</b>	<b>9.77</b>

**Note:**

(1) The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS 7 - "Statement of Cash Flows".

**For S D P M & Co.**

Chartered Accountants  
Firm Registration No.: 126741W

Sd/-

**Sunil Dad**

PARTNER

Membership No.: 120702  
UDIN: 24120702BKHIFC8131

**Date : 08/05/2024**

**Place: Ahmedabad**

**FOR & ON BEHALF OF THE BOARD**

Sd/-

**Prafulla Gattani**

Managing Director

DIN : 00147844

Sd/-

**Rumit Shah**

Chief Financial Officer

PAN: AFGPS3296D

**Date : 08/05/2024**

**Place : Ahmedabad**

Sd/-

**Daxesh Shah**

Director

DIN:00325284

Sd/-

**Anjali Maheshwari**

Company Secretary

PAN: AVQPM4709B

# HIPOLIN LIMITED

## STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024

(Rs. in Lacs)

Particulars	Amount
<b>A. EQUITY SHARE CAPITAL</b>	
Balance as at April 1, 2022	313.13
Changes in Equity Share Capital due to Prior Period Errors	-
<b>Restated Balance at the beginning of reporting period</b>	<b>313.13</b>
Changes in Equity Share Capital during the year	-
<b>Balance as at March 31, 2023</b>	<b>313.13</b>
Balance as at April 1, 2023	313.13
Changes in Equity Share Capital due to Prior Period Errors	-
<b>Restated Balance at the beginning of reporting period</b>	<b>313.13</b>
Changes in Equity Share Capital during the year	-
<b>Balance as at March 31, 2024</b>	<b>313.13</b>

(Rs. in Lacs)

B. Particulars	CAPITAL RESERVE	SECURITY PREMIUM	GENERAL RE-SERVE	RETAINED EARNING	TOTAL
Current Reporting Period					
Balance as at beginning of the current reporting period	0.85	574.28	55.86	286.86	917.85
Changes in accounting policy/prior period items	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	(88.84)	(88.84)
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
<b>Balance at the end of the current reporting period</b>	<b>0.85</b>	<b>574.28</b>	<b>55.86</b>	<b>198.03</b>	<b>829.02</b>
Previous Reporting Period					
Balance as at beginning of the previous reporting period	0.85	574.28	55.86	(475.59)	155.40
Changes in accounting policy/prior period items	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	762.45	762.45
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
<b>Balance at the end of the previous reporting period</b>	<b>0.85</b>	<b>574.28</b>	<b>55.86</b>	<b>286.86</b>	<b>917.85</b>

The Accompanying Notes are an Integral Part of Financial Statement.

As per our report of even date attached

**For S D P M & Co.**

Chartered Accountants

Firm Registration No.: 126741W

Sd/-

**Sunil Dad**

PARTNER

Membership No.: 120702

UDIN: 24120702BKHIFC8131

**Date : 08/05/2024**

**Place: Ahmedabad**

**FOR & ON BEHALF OF THE BOARD**

Sd/-

**Prafulla Gattani**

Managing Director

DIN : 00147844

Sd/-

**Rumit Shah**

Chief Financial Officer

PAN: AFGPS3296D

**Date : 08/05/2024**

**Place : Ahmedabad**

Sd/-

**Daxesh Shah**

Director

DIN:00325284

Sd/-

**Anjali Maheshwari**

Company Secretary

PAN: AVQPM4709B



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED on 31ST MARCH, 2024****1. Background of the Company:-**

Hipolin Limited ("The Company") was incorporated on March 31, 1994 under the provision of the Companies Act, 1956. The Company is engaged in manufacturing of Detergent Powder & Cake and alike products. The manufacturing facility for the same is set up at Survey No. 2/2, Paiki, Mouje Behind Safe Express Logistic, Changodar, Sanand, Ahmedabad, Gujarat – 382213. The equity shares of the Company are listed on BSE Limited.

**2. (I) Basis of preparation of financial statement:-**

The financial statements are prepared under the historical cost convention, on a going concern basis and accrual method of accounting, except for certain financial assets and liabilities as specified in defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS. The accounting policies applied are consistent with those used in the previous year, except otherwise stated.

The standalone financial statements are presented in Indian Rupees and all values are rounded off to the nearest thousands (Rupees 000), except where otherwise indicated. Any discrepancies in any table between totals and sums of the amounts listed are due to rounding off.

**(II) Summary Of Significant accounting policy:-****a) Current versus non-current classification**

The company as required by Ind AS-1 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 realised or intended to be sold or consumed in normal operating cycle, or
- Held primarily for the purpose of trading, or
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period, all other assets are classified as non-current.

**A liability is current when:**

- It is expected to be settled in normal operating cycle, or
- It is held primarily for the purpose of trading, or
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period, all other liabilities are classified as non-current.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are considered as non-current assets and liabilities.

- The operating cycle is the time between acquisition of assets for processing and their realization cash and cash equivalents. The Company has identified twelve month as its operating cycle.

**b) Foreign currency transactions and translations****(i) Functional and presentation currency**

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Indian rupee (INR).

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions and from translation of monetary assets and liabilities at the reporting date are recognised in the Statement of Profit and Loss.

## c) Revenue recognition

### Sale of products

**Timing of recognition:** Revenue from Sales of goods is recognized when significant risks and rewards of ownership of goods have been passed on to the buyers.

**Measurement of revenue:** Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of GST and net of returns, trade allowances, rebates, and amounts collected on behalf of third parties, valued added tax, goods and service tax (GST).

## d) Income tax

The income tax expense or credit for the period is the tax on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset deferred tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. However no DTA is created for the year under consideration and company do not for see any reasonable certainty as to the future profit on conservative basis.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity in which case, the tax is recognised in other comprehensive income or directly in equity, respectively.

## e) Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Assets are reviewed for possible reversal of the impairment at the end of each reporting period. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged

to the statement of profit and loss.

**f) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**g) Trade receivables**

Trade receivables are recognised initially at fair value less provision for impairment, if any. The trade receivables are non interest bearing.h) Inventories

Raw materials, packing material, trading goods, stores and finished goods are stated at the lower of cost and net realisable value. The cost of raw materials, packing materials, trading goods, stores are determined based on first-in, first-out (FIFO) method and comprises cost of purchase. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale .

**i) Financial assets and liabilities**

**(a) Financial assets**

**1. Classification**

The Company classifies its financial assets in the following measurement categories at fair value (either through other comprehensive income, or through profit or loss), and at amortised cost.The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable selection at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Company reclassifies debt investments when and only when its business model for managing those assets changes.

**2. Initial Recognition and Measurement**

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit or loss.

**3. Subsequent Measurement**

**Measured at amortised cost:** Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the EIR method less impairment, if any. The amortisation of EIR and loss or gains arising from impairment, if any is recognised in the Statement of Profit and Loss.

**Measured at fair value through other comprehensive income (FVOCI):** Financial assets that are held within a business model whose objective is, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss.

On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to "Profit or Loss" in the Statement of Profit and Loss.

Measured at fair value through profit or loss (FVPL): A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss. Equity instruments: The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established. Impairment losses (and reversal of impairment losses) on equity investments measured at Fair Value through Other Comprehensive Income (FVOCI) are not reported separately from other changes in fair value.

#### **4. Impairment of financial assets**

The Company is required to assess on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 36 details how the Company determines whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

#### **5. Derecognition**

A financial asset is derecognised only when the Company

- has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

#### **6. Income recognition**

Interest income from debt instruments is recognised using the EIR method. 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 a financial asset.

"Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably."

#### **(b) Financial liabilities:**

##### **1. Initial Recognition and Measurement**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at its fair value plus or minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability.

##### **2. Subsequent Measurement**

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

##### **3. Derecognition**

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

**j) Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

**k) Property, plant and equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/expense.

**(i) Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

**(ii) Depreciation methods, estimated useful lives and residual value**

Depreciation is provided on pro-rata basis on the straight-line method over the estimated useful life as per Part-C of Schedule II of the Companies Act, 2013.

Estimated useful life of the assets/significant component thereof are as under:

<b>SR NO</b>	<b>ASSETS CLASS</b>	<b>USEFUL LIFE</b>
1	BUILDING	30 TO 60
2	PLANT AND MACHINERY	3 TO 10
3	FURNITURE AND FIXTURE	10
4	VEHICLES	8 TO 10

**l) Trade and other payables**

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.

**m) Borrowings**

"Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the EIR method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the

carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income/expenses.n) Borrowings costs

General and specific 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.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

**o) Provisions and Contingencies**

Provisions are recognised when there is 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 there is a reliable estimate of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

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

**p) Employee Benefits**

**(i) Defined contribution plans**

Company's contribution to Provident fund and other funds are determined under the relevant schemes and/or statute and charged to revenue. The Company contributes to a Government administered Provident Fund and has no further obligation beyond making its contribution. The Company makes contributions to state plans namely Employee's State Insurance Fund and Employee's Pension Scheme 1995 and has no further obligation beyond making the payment to them. The Company's contributions to the above funds are charged to Statement of Profit and Loss every year.

**(ii) Defined benefit plans**

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees, which is funded. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined using the Projected Unit Credit method at the end of each year. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet

Gratuity Fund contributions are made to a trust administered by the Company which has further invested in Life Insurance Corporation. The contributions made to the trust are recognised as plan assets. The defined benefit obligation recognised in the balance sheet represents the present value of the defined benefit

obligation as reduced by the fair value of plan assets.

**(iii) Other employee benefits**

**Compensated Absences:** Accumulated compensated absences, which are expected to be availed at future date from the end of the year and are treated as long 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 is not ascertained as per actuarial valuation, the same is not provided and not quantified. It is the practice of the company to account for same on payment basis.

**q) Segment reporting**

The company has only one reportable Business Segment i.e. Detergent Powder & Cake as Primary Segment

**r) Earnings per share**

**i) Basic earnings per share**

Basic earnings per share is calculated by dividing:

- The profit/(loss) attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

**(ii) Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**s) Rounding off**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupee.

**(III) Critical estimates and judgements**

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the company's accounting policies.

The areas involving critical estimates or judgements are:

- Estimation of defined benefit obligation – Note 21
- impairment of trade receivables – Note 32
- Estimation of useful life of tangible assets – Note 1(II)(k)(ii)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company.



**3 NON CURRENT ASSETS  
PROPERTY, PLANT & EQUIPMENTS:**

(Rs. in Lacs)

PARTICULARS	GROSS BLOCK ( at carrying amount )					GROSS BLOCK ( at carrying amount )					NET BLOCK		
	AS AT 01.04.2023	Additions during the year	Disposal during the year	Translation Adjust- ments	As at 31.03.2024	AS AT 01.04.2023	Charge for the year	Disposal during the year	Translation/ Deduction/ Adjustments	As at 31.03.2024	As at 31.03.2024	As at 31.03.2023	
1.Office Buiding	20.84	-	-	-	20.84	3.73	0.60	-	-	4.33	16.52	17.12	
2.Plant & Machinerics	77.39	10.52	-	-	87.92	21.72	5.47	-	-	27.18	60.73	55.68	
3.Furniture & Fixtures	13.49	-	-	-	13.49	6.82	0.66	-	-	7.48	6.01	6.67	
4.Vehicles	23.02	-	0.38	-	22.65	7.72	2.55	-	-	10.26	12.38	15.31	
<b>Total</b>	<b>134.75</b>	<b>10.52</b>	<b>0.38</b>	<b>-</b>	<b>144.90</b>	<b>39.98</b>	<b>9.27</b>	<b>-</b>	<b>-</b>	<b>49.25</b>	<b>95.65</b>	<b>94.77</b>	

PARTICULARS	GROSS BLOCK ( at carrying amount )					GROSS BLOCK ( at carrying amount )					NET BLOCK		
	AS AT 01.04.2022	Additions during the year	Disposal during the year	Translation Adjust- ments	As at 31.03.2023	AS AT 01.04.2022	Charge for the year	Disposal during the year	Translation/ Deduction/ Adjustments	As at 31.03.2023	As at 31.03.2023	As at 31.03.2022	
1.Office Buiding	20.84	-	-	-	20.84	3.13	0.60	-	-	3.73	17.12	17.71	
2.Plant & Machinerics	32.49	44.90	-	-	77.39	17.21	4.51	-	-	21.72	55.68	15.29	
3.Furniture & Fixtures	6.91	6.57	-	-	13.49	6.19	0.63	-	-	6.82	6.67	0.73	
4.Vehicles	19.14	12.24	8.35	-	23.02	13.87	1.78	7.93	-	7.72	15.31	5.27	
<b>Total</b>	<b>79.39</b>	<b>63.71</b>	<b>8.35</b>	<b>-</b>	<b>134.75</b>	<b>40.40</b>	<b>7.52</b>	<b>7.93</b>	<b>-</b>	<b>39.98</b>	<b>94.77</b>	<b>38.99</b>	



**Note - 4 : NON-CURRENT FINANCIAL ASSETS - INVESTMENTS****A. QUOTED EQUITY INSTRUMENTS**

(Rs. in Lacs)

Number of Shares		Particulars	As At	As At
31/03/2024	31/03/2023		31/03/2024	31/03/2023
400	400	Adani Power Limited	0.18	0.18
3000	3000	GMR Infrastructure limited	2.61	2.61
1100	1100	Reliance Communication limited	4.44	4.44
1312	1312	Reliance Power Limited	4.58	4.58
1000	1000	Tele Data Informatics Ltd	0.14	0.14
500	500	TeleData Marine Solutions Ltd	0.28	0.28
500	500	TeleData Technology Solutions Ltd	0.28	0.28
1300	1300	Unitech Limited	0.49	0.49
<b>Total - A</b>			<b>12.99</b>	<b>12.99</b>

**B. UNQUOTED EQUITY INSTRUMENTS**

31/03/2024	31/03/2023	Particulars	31/03/2024	31/03/2023
80000	80000	Jayantilal Bhogilal Chemicals Pvt Ltd	400.80	400.80
17402	17,402	K.C.C.B Bank	4.35	4.35
200	200	Global Trust Ltd	0.05	0.05
<b>Total - B</b>			<b>405.20</b>	<b>405.20</b>

**C. Investment in Bonds**

Particulars	31/03/2024	31/03/2023
<b>Investment in Bonds</b>		
10% Edelweiss Housing Fin Limited	33.55	33.55
8.70% Aditya Birla Finance Ltd	52.74	52.74
9.20% Navi Finserv	-	20.18
9.62% Andhra Pradesh State Beverages Corporations Limited 2026	10.10	10.10
9.90% Edelweiss Asset Reconstruction Co. Ltd.	10.69	10.69
9.62% Andhra Pradesh State Beverages Corporations Limited 2025	101.76	101.76
9.70% UP Power Corporation Limited	101.46	101.46
<b>Total - C</b>	<b>310.31</b>	<b>330.49</b>

<b>Total (A+B+C)</b>	<b>728.50</b>	<b>748.69</b>
Aggregate amount of quoted investments	12.99	12.99
Aggregate market value of quoted investments	218.91	218.91
Aggregate amount of unquoted investments	405.20	405.20
Aggregate amount of impairment in value of investments	-205.92	-205.92

**Note - 5 Loans**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
(Unsecured considered good, unless otherwise stated)		
Loan to Related Parties	-	-
Loan to Employees	1.46	1.69
<b>Total</b>	<b>1.46</b>	<b>1.69</b>

**Note - 6 Other non-current financial assets - others**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Investment in term Deposits (with remaining maturity of more than twelve months )	265.50	264.50
Security deposits		
- Related Parties	-	-
- Others	13.29	2.86
Long Term Trade Receivables	-	-
<b>Total</b>	<b>278.79</b>	<b>267.36</b>

# HIPOLIN LIMITED

## Note - 7 Others Non-Current Assets

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Other non-current assets	6.38	6.38
<b>Total</b>	<b>6.38</b>	<b>6.38</b>

## Current Assets

### Note - 8 Inventories

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Raw materials	43.00	42.18
Packaging Material	34.20	22.59
Finished goods	46.46	43.60
Stock-in-trade(Traded goods)	1.13	1.55
<b>TOTAL</b>	<b>124.78</b>	<b>109.93</b>

Note: There have been no goods in transit as on the balance sheet date.

## CURRENT FINANCIAL ASSETS

### Note - 9 Trade receivables

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Unsecured, considered good	358.93	199.98
Credit Impaired	-	-
	358.93	199.98
Less: Provision for doubtful	-	-
<b>TOTAL</b>	<b>358.93</b>	<b>199.98</b>

### Note - 9 (a) Trade Receivables Ageing Schedule

PARTICULARS	AS AT March 31, 2024					
	Outstanding For following periods from due date of payment					
	Less Than 6 Months	6 Months to 1 Year	1 Year to 2 Year	2 Year to 3 Year	3 Year and Above	Total
1. Undisputed Trade Receivable - Considered Good	358.60	-		0.33	-	<b>358.93</b>
2. Undisputed Trade Receivable - Considered Doubt ful	-	-	-	-	-	-
3. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
4. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-

**Trade Receivables Ageing Schedule**

PARTICULARS	AS AT March 31, 2023 Outstanding For following periods from due date of payment					
	Less Than 6 Months	6 Months to 1 Year	1 Year to 2 Year	2 Year to 3 Year	3 Year and Above	Total
1. Undisputed Trade Receivable - Considered Good	199.39	-	0.59	-	-	<b>199.98</b>
2. Undisputed Trade Receivable - Considered Doubt ful	-	-	-	-	-	-
3. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
4. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-

**Note - 10 Cash & Cash Equivalents**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Cash &amp; Cash Equivalents</b>		
Cash On Hand	0.82	1.65
<b>Balance With Bank</b>		
Current Accounts	15.20	8.12
Fixed Deposit Accounts		-
<b>Total</b>	<b>16.01</b>	<b>9.77</b>

**Note - 11 Bank Balances other than Note No. 10 above**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Earmarked balances with banks	-	-
Investments in term Deposit having original maturity of more than three months but less than twelve months	-	26.00
<b>Total</b>	-	<b>26.00</b>

**Note - 12 Loans**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>(Unsecured considered good, unless otherwise stated)</b>		
Loan & Advances to employees	-	0.56
<b>Total</b>	-	<b>0.56</b>

**Note - 13 Other Current financial Assets**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Security Deposits	-	10.43
<b>Total</b>	-	<b>10.43</b>

**Note - 14 Other Current Assets**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Advances to Suppliers	1.01	0.46
Balances with Govt. Authorities	4.47	9.68
Prepaid expenses	11.70	0.04
<b>Total</b>	<b>17.18</b>	<b>10.19</b>

# HIPOLIN LIMITED

## Note - 15 Equity Share Capital

(Rs. in Lacs)

Particulars	As At 31/03/2024		As At 31/03/2023	
	Number of Share	Amount	Number of Share	Amount
<b>AUTHORISED</b> Equity shares of ` 10 each	50,00,000.00	500.00	50,00,000.00	500.00
<b>ISSUED, SUBSCRIBED AND FULLY PAID UP</b> Equity shares of ` 10 each	31,31,300.00	313.13	31,31,300.00	313.13
<b>Total</b>	<b>31,31,300.00</b>	<b>313.13</b>	<b>31,31,300.00</b>	<b>313.13</b>

### a) Reconciliation of the Number of Share Equity shares:

Particulars	As At 31/03/2024		As At 31/03/2023	
	Number of Share	Amount	Number of Share	Amount
<b>Balance as at the beginning of the year</b>	31,31,300	313.13	31,31,300	313.13
Add: issued during the year	-	-	-	-
less: shares cancelled on buy back of equity shares	-	-	-	-
<b>Balance as at the end of the year</b>	<b>31,31,300</b>	<b>313.13</b>	<b>31,31,300</b>	<b>313.13</b>

#### Notes:

During the period of five financial years immediately preceding the balance sheet date, the company has not:

- allotted any fully paid- up equity shares by way of bonus shares;
- allotted any equity share pursuant to any contract without payment being received in cash;
- bought back any equity shares

### b) Right, Preferences and Restriction Attached to Shares

The company has only one class of share referred to as ' equity share' having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity share held by the shareholders.

### c) Details of equity shares held by shareholders holding more than 5% of the aggregate share in the company

Particulars	As At 31/03/2024		As At 31/03/2023	
	Number of Share	%	Number of Share	%
<b>Equity share holders names</b>				
Rumit B Shah	3,22,074	10.29	3,22,074	10.29
Kinnari Vaibhav Shah	5,87,117	18.75	5,87,117	18.75
Daxeshbhai B Shah	3,19,738	10.21	3,19,738	10.21
Sejal Ullas Shah	3,02,560	9.66	3,02,560	9.66
Rajasvee Sagar Shah	2,93,560	9.38	2,93,560	9.38

# ANNUAL REPORT 2023-2024

## SHARES HELD BY THE PROMOTERS AT THE END OF THE YEAR

SHARE HOLDERS NAME	Share Holding at the Beginning of the year (01.04.2023)			Share Holding at the End of the year (31.03.2024)		
	No of Share	% of total shares of the company	% of shares pledged / encumbered to total	No of Share	% of total shares of the company	% of shares pledged / encumbered to total
Kinnari Vaibhav Shah	587117.00	18.75	-	587117.00	18.75	-
Rumit Bharatbhai Shah	322074.00	10.29	-	322074.00	10.29	-
Daxeshbhai B Shah	319738.00	10.21	-	319738.00	10.21	-
Sejal Ullas Shah	302560.00	9.66	-	302560.00	9.66	-
Rajasvee Sagar Shah	293560.00	9.38	-	293560.00	9.38	-
Shaileshkumar Jayantilal Shah	141197.00	4.51	-	141197.00	4.51	-
Subhash Jayantilal Shah	108680.00	3.47	-	108680.00	3.47	-
Daxaben S Shah	33948.00	1.08	-	33948.00	1.08	-
Mayuriben S Shah	31830.00	1.02	-	31830.00	1.02	-
Apurva Shaileshbhai Shah	44442.00	1.42	-	44442.00	1.42	-
Purviben D Shah	39843.00	1.27	-	39843.00	1.27	-
Bijal S Desai	2339.00	0.07	-	2339.00	0.07	-
Pourvi Manish Desai	2300.00	0.07	-	2300.00	0.07	-
<b>Total</b>	<b>22,29,628</b>			<b>22,29,628</b>		

## Note - 16 Others Equity

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Capital Reserve</b>	0.85	0.85
<b>Equity Security Premium</b>		
Opening balance	574.28	574.28
Add : Transferred during the year	-	-
Less: Transfer to capital redemption reserve	-	-
<b>Closing balance</b>	<b>574.28</b>	<b>574.28</b>
<b>General Reserve</b>		
Opening balance	55.86	55.86
Add : Transferred during the year	-	-
Less: Transfer to capital redemption reserve	-	-
<b>Closing balance</b>	<b>55.86</b>	<b>55.86</b>
<b>Retained Earnings</b>		
Opening balance	286.86	(475.59)
Add : Retained earnings/(Loss) during the year	(88.84)	762.45
Less: Transfer to other comprehensive income	-	-
<b>Closing balance</b>	<b>198.03</b>	<b>286.86</b>
<b>Total</b>	<b>829.02</b>	<b>917.85</b>

## Note - 17 Provisions

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Retirement Benefit Obligations</b>		
Gratuity	(0.35)	6.92
Leave Encashment	-	6.24
<b>Total</b>	<b>(0.35)</b>	<b>13.15</b>

# HIPOLIN LIMITED

## Note - 18 Current Liabilities Financial Liabilities Borrowings

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Secured</b>		
<b>Loan Repayable on demand from banks</b>		
Overdraft against fixed deposit	208.22	76.39
<b>Total</b>	<b>208.22</b>	<b>76.39</b>

Note:-

Overdraft against fixed Deposits of Rs. 2,08,21,999/- (Previous Year Rs. 76,39,332/-) of Kalupur Commercial Co.Op. Bank Ltd having Current Rate of Interest ranging between 6.70% TO 6.80% p.a based on the Rate Of Interest of FD. (PY Rate of Interest ranging between 7.01% to 7.04%).

## Note - 19 Trade Payable

(Rs. in Lacs)

Particulars	As At 31/03/2023	As At 31/03/2023
For Micro, Small And Medium Enterprises	-	0.18
Others	227.35	120.03
<b>Total</b>	<b>227.35</b>	<b>120.21</b>

Note:-

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED), Certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro, Small and medium enterprise as defined in the MSMED Act, 2006 are disclosed as below:

Particulars	As At 31/03/2024	As At 31/03/2023
Principal amount remaining unpaid to any supplier as at the year end.	-	0.18
Interest due thereon	-	-
Amount of interest paid by the Company in terms of section 16	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED.	-	-
Amount of interest accrued and remaining unpaid at the end of accounting year.	-	-
<b>Total</b>	<b>-</b>	<b>0.18</b>

**Trade Payables Ageing Schedule**

PARTICULARS	AS AT March 31, 2024 Outstanding For following periods from due date of payment					
	Not Due For Payment	Less Than One Year	1 Year to 2 Year	2 Year to 3 Year	More than 3 Years	Total
1. MSME	-	-	-	-	-	-
2. Others	-	227.35	-	-	-	<b>227.35</b>
3. Disputed Dues MSME	-	-	-	-	-	-
4. Disputed Dues Others	-	-	-	-	-	-

**Trade Payables Ageing Schedule**

PARTICULARS	AS AT March 31, 2023 Outstanding For following periods from due date of payment					
	Not Due For Payment	Less Than One Year	1 Year to 2 Year	2 Year to 3 Year	More than 3 Years	Total
1. MSME	0.18	-	-	-	-	<b>0.18</b>
2. Others	-	120.03	-	-	-	<b>120.03</b>
3. Disputed Dues MSME	-	-	-	-	-	-
4. Disputed Dues Others	-	-	-	-	-	-

**Note - 20 Other Current Liabilities**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Advance received from customers	1.98	2.17
Statutory liabilities(including provident fund, tax deducted at source and others)	11.75	14.22
Other payables	9.39	20.14
<b>Total</b>	<b>23.11</b>	<b>36.53</b>

**Note - 21 Current Provisions**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Provision for employee benefits (see Note 21(a))	27.19	8.46
<b>Total</b>	<b>27.19</b>	<b>8.46</b>

**Note 21 (a) Provision for Employee Benefits**

(Rs. in Lacs)

Particulars	As At 31/03/2024		As At 31/03/2023	
	Current	Non-current	Current	Non-current
Gratuity	-	(0.35)	-	6.92
Bonus	3.53	-	8.46	-
Leave Encashment	-	-	-	6.24
<b>Total Provision for Employee Benefits</b>	<b>3.53</b>	<b>(0.35)</b>	<b>8.46</b>	<b>13.15</b>

**(b) Long term employee benefit obligations**

**Compensated absences**

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur- 12 months Not assessed.

# HIPOLIN LIMITED

## (c) Post employment obligations

### Defined benefit plans

#### Gratuity

The company provides for gratuity for employees as per the Payment of Gratuity Act, 1972 and as per Company policy. The amount of gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan. The scheme is funded with Life Insurance Corporation in the form of a qualifying insurance policy.

#### Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, and ESI which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to statement of profit and loss as they accrue.

The expense recognised during the period towards defined contribution plan are :

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Employer's Contribution to Provident Fund	5.02	6.62
Employer's Contribution to Employee State Insurance	0.86	0.79
	<b>5.88</b>	<b>7.41</b>

### Balance sheet amount (Gratuity)

(Rs. in Lacs)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>As at April 01, 2022</b>	<b>15.76</b>	<b>12.49</b>	
Current service cost	2.17	-	
Interest expense/(income)	1.06	0.91	
<b>Total amount recognised in statement of profit and loss</b>	<b>3.24</b>	<b>0.91</b>	<b>2.33</b>
Remeasurements			
Return on plan assets, excluding amount included in interest expense/(income)	-	(0.40)	
(Gain )/loss from change in demographic assumptions	-	-	
(Gain )/loss from change in financial assumptions	0.66	-	
Experience (gains)/losses	(0.75)	-	
<b>Total amount recognised in other comprehensive income</b>	<b>(0.08)</b>	<b>(0.40)</b>	<b>0.32</b>
Employer contributions	-	1.90	
Benefit payments	-	-	
<b>As at March 31, 2023</b>	<b>18.91</b>	<b>14.91</b>	<b>2.65</b>

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>As at March 31, 2023</b>	<b>18.91</b>	<b>14.91</b>	
Current service cost	2.33	-	
Past Service Cost	-	-	
Interest expense/(income)	1.23	1.02	
<b>Total amount recognised in statement of profit and loss</b>	<b>3.56</b>	<b>1.02</b>	<b>2.54</b>
Remeasurements			
Return on plan assets, excluding amount included in interest expense/(income)	-	(0.41)	
(Gain )/loss from change in demographic assumptions	-	-	
(Gain )/loss from change in financial assumptions	0.02	-	
Experience (gains)/losses	(0.16)	-	
<b>Total amount recognised in other comprehensive income</b>	<b>(0.14)</b>	<b>(0.41)</b>	<b>0.27</b>
Employer contributions	-	7.17	
Benefit payments	(15.90)	(15.90)	
<b>As at March 31, 2024</b>	<b>6.43</b>	<b>6.78</b>	<b>(0.35)</b>



## ANNUAL REPORT 2023-2024

The net liability disclosed above relates to funded and unfunded plans are as follows:

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Fair value of plan assets	6.78	14.91
Present value of funded obligations	6.43	18.91
<b>Surplus/(Deficit) of gratuity plan</b>	<b>0.35</b>	<b>(4.01)</b>

Categories of plan assets are as follows:

Particulars	As At 31/03/2024	As At 31/03/2023
Insurer managed funds	6.78	14.91
<b>Total</b>	<b>6.78</b>	<b>14.91</b>

### Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	As At 31/03/2024	As At 31/03/2023
Discount Rate	7.20%	7.30%
Salary growth Rate	7.00%	7.00%
Withdrawal Rate	2.00%	2.00%

### Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

PARTICULARS	Impact on defined benefit obligation					
	Change in assumptions		Increase in assumptions		Decrease in assumptions	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Discount Rate	0.40%	0.40%	6.31	18.62	6.55	19.21
Salary growth Rate	0.00%	0.00%	6.55	19.20	6.32	18.63
Withdrawal Rate	18.00%	18.00%	6.37	18.92	6.49	18.90

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis are not comparable as the data for earlier period is not available.

### Risk exposure:

- i Investment Risk: For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.
- ii Liquidity Risk: Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign / retire from the company there can be strain on the cash flows.
- iii Market Risk: Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.
- iv Legislative Risk: Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

# HIPOLIN LIMITED

## Defined benefit liability and employer contributions

The weighted average duration of the defined benefit obligation is 3.75 years.

### INCOME

#### Note - 22 REVENUE FROM OPERATIONS

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>(a) Sale of Product</b>		
Manufactured Goods - Domestic	1,807.76	1,393.73
- Exports	-	-
	1,807.76	1,393.73
	1,807.76	1,393.73
<b>(b) Sales/Resales Trading</b>	165.36	161.85
<b>Total</b>	<b>1,973.12</b>	<b>1,555.58</b>

#### Note - 23 OTHER INCOME

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Dividend Income : Share/Mutual Funds	0.65	0.65
Discount & Kasar	0.88	0.57
Round Off	0.00	-
Fixed deposit Interest	17.40	18.25
Interest on I.T. Refund	0.34	0.02
Other Misc Income	-	0.28
Interest on Bonds	29.07	19.80
<b>Total</b>	<b>48.34</b>	<b>39.57</b>

### EXPENSES

#### Note - 24 Raw Material Consumed

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>Raw Material</b>		
Opening	42.18	17.78
Add: Purchase	1,076.75	948.37
Less : Closing Stock	(43.00)	(42.18)
	<b>1,075.93</b>	<b>923.96</b>
<b>Packing Material</b>		
Opening	22.59	11.46
Add: Purchase	274.32	180.53
Less : Closing Stock	(34.20)	(22.59)
	<b>262.71</b>	<b>169.40</b>
<b>Total</b>	<b>1,338.64</b>	<b>1,093.36</b>

#### Note - 25 PURCHASE OF STOCK IN TRADE

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
PURCHASE OF TRADED GOODS	123.62	114.84
<b>TOTAL</b>	<b>123.62</b>	<b>114.84</b>

**Note - 26 CHANGES IN STOCK OF FINISHED GOODS,  
WORK IN PROGRESS AND STOCK IN TRADE**

(Rs. in Lacs)

<b>Particulars</b>	<b>Year ended on 31 March 2024</b>	<b>Year ended on 31 March 2023</b>
<b>Opening balances</b>		
(a) Work-in progress	-	-
(b) Finished and semi finished goods	43.60	21.63
(c) Stock in trade	1.55	0.49
<b>Total opening balances</b>	45.15	22.12
<b>(Less) Closing balances:</b>		
(a) Work-in progress	-	-
(b) Finished and semi finished goods	46.46	43.60
(c) Stock in trade	1.13	1.55
<b>Total closing balances</b>	47.58	45.15
<b>Total Change in Inventories of Work in Progress, Stock in Trade &amp; Finished good</b>	<b>(2.43)</b>	<b>(23.03)</b>

**Note - 27 Employee benefit expenses**

(Rs. in Lacs)

<b>Particulars</b>	<b>Year ended on 31 March 2024</b>	<b>Year ended on 31 March 2023</b>
Salaries, wages and bonus	159.42	123.86
Contribution to provident and other funds	11.95	20.89
Staff welfare expenses	0.26	2.17
<b>Total</b>	<b>171.63</b>	<b>146.93</b>

**Note - 28 Finance Costs**

(Rs. in Lacs)

<b>Particulars</b>	<b>Year ended on 31 March 2024</b>	<b>Year ended on 31 March 2023</b>
<b>Interest expenses on:-</b>		
- Other Interest	8.80	5.19
- Late payment of statutory dues	0.01	-
<b>Total</b>	<b>8.81</b>	<b>5.19</b>

# HIPOLIN LIMITED

## Note - 29 Other expenses

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Stores and Spares Consumed	4.13	2.78
Factory Exps	10.64	7.63
Carraige Inward	1.18	1.30
Power, fuel and water charges	13.89	11.31
Repairs and Maintenance :-		
- Plant and machinery	6.62	4.26
- Building maintenance	0.07	1.18
- Others	0.90	0.33
Laboratory Exps	2.69	0.22
Labour Charges	99.63	74.27
Rents, Rates and taxes	45.46	43.91
Insurance cost	0.46	1.01
Travelling and Conveyance	33.91	20.56
Commission and Brokerage	-	2.00
Legal and professional fees	4.40	4.37
Advertisement & Selling expenses	204.53	134.43
Payment to Auditors	1.75	1.80
Office & other administrative expenses	22.64	19.53
Director Sitting Fees	0.08	0.24
Director Remuneration	7.51	12.24
<b>Total</b>	<b>460.48</b>	<b>343.38</b>

## Note - 30 Determination Of Profit & Capital For Computation of EPS:

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Profit / (losses) for the year After Tax	(88.56)	762.77
No. of Equity Shares of Rs. 10 each		
Basic	31,31,300	31,31,300
Add: Effect of dilutive issue		
Diluted	31,31,300	31,31,300
Earning per shares in Rs.		
<b>(a) Basic</b>	<b>-2.83</b>	<b>24.36</b>
<b>(b) Diluted</b>	<b>-2.83</b>	<b>24.36</b>

**Note - 31 Fair value measurements**  
**Financial instruments by category**

(Rs. in Lacs)

PARTICULARS	As at March 31, 2024			As at March 31, 2023		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
<b>Financial assets</b>						
Investment in Equity Instruments	-	-	728.50	-	-	748.69
Security Deposits	-	-	13.29	-	-	2.86
Margin Money Deposits	-	-	-	-	-	-
Trade Receivables	-	-	358.93	-	-	199.98
Cash and cash equivalents	-	-	16.01	-	-	9.77
Bank balances other than cash and cash equivalents above	-	-	-	-	-	26.00
Loans to Employees	-	-	-	-	-	0.56
<b>Total financial assets</b>	-	-	<b>1,116.73</b>	-	-	<b>987.85</b>
<b>Financial liabilities</b>						
Borrowings	-	-	208.22	-	-	76.39
Trade payables	-	-	227.35	-	-	120.21
Unclaimed dividends	-	-	-	-	-	-
Creditors for Capital Goods	-	-	-	-	-	-
Employee benefit payable	-	-	27.19	-	-	8.46
<b>Total financial liabilities</b>	-	-	<b>462.77</b>	-	-	<b>205.06</b>

**Fair value hierarchy**

All financial instruments have been measured at amortised cost. For all financial instruments referred above that have been measured at amortised cost, their carrying values are reasonable approximations of their fair values. The fair value of financial instruments as referred to in note above have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurements) and lowest priority to unobservable inputs (level 3 measurements). All financial instruments referred above have been classified as Level 3.

**The categories used are as follows :**

**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 maximise the use of observable market data and rely as little as possible on entity-specific estimates. Considering that all significant inputs required to fair value such instruments are observable, these are 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.

**Valuation technique used to determine fair value**

The fair value of the financial instruments is determined using discounted cash flow analysis.

**Valuation processes**

The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO). Discussions of valuation process and results are held between the CFO and the valuation team at least once in three months, in line with the company's quarterly reporting period. Changes in the fair value are analysed at the end of each reporting period during the quarterly valuation discussion between the CFO and the valuation team.

**Fair value of financial assets/liabilities measured at amortised cost**

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, investments, margin money deposits, loans to employees, security deposits, trade payables, capital creditors, interest accrued but not due on borrowings, unclaimed dividends, employee benefit payable and other deposits are considered to be as their fair values, due to their current nature.

The fair values of borrowings have been calculated based on cash flows discounted using a current lending rate. They are classified as level 3 in the hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

For Level 3 financial instruments, the fair value has been based on present values and the discount rates used, are adjusted for counterparty or own risk.

# HIPOLIN LIMITED

## 32 Financial risk management

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has constituted a Risk Management framework, through which management develops and monitors the Company's risk management policies. The key risks and mitigating actions are also placed before the Board of directors of the Company. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and to control and monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

"The Risk Management framework of the Company is supported by the Finance team and experts of respective business divisions that provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The activities are designed to:

- protect the Company's financial results and position from financial risks
- maintain market risks within acceptable parameters, while optimising returns; and
- protect the Company's financial investments, while maximising returns.

The Treasury department provides funding and foreign exchange management services for the Company's operations. In addition to guidelines and exposure limits, a system of authorities and extensive independent reporting covers all major areas of treasury's activity. "

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

### (A) Management of Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations.

#### Cash and cash equivalents & bank balances

The Company is also exposed to credit risk on cash and cash equivalents and bank balances other than cash and cash equivalents. These balances (other than cash on hand) are with high credit rating banks which are governed by Reserve Bank of India. The company believes its credit risk in such bank balances is immaterial.

#### Security deposits and other receivables

With respect to other financial assets namely security and other deposits and other receivables, the maximum exposure to credit risk is the carrying amount of these classes of financial assets presented in the balance sheet. These are actively monitored and confirmed by the treasury department of the Company.

#### Trade receivables

The Company measures the expected credit loss of trade receivables from customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends which is very negligible.

Ageing	0-90 days	091-180 days	181-360 days	More than 360 days	Total
Gross carrying amount	358.60	-	-	0.33	358.93
Expected loss rate	-	-	-	-	-
Expected credit losses (Loss allowance provision)	-	-	-	-	-
<b>Carrying amount of trade receivables (net of impairment)</b>	<b>358.60</b>	<b>-</b>	<b>-</b>	<b>0.33</b>	<b>358.93</b>

Based on the historical data, loss on collection of receivable as at March 31, 2024 and as at April 01, 2023 is not material hence no provision considered.

### (B) Management of Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

"The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions. Material and sustained shortfall in cash flow could undermine the company's credit rating and impair investor confidence.

The company maintained a cautious funding strategy, with a positive cash generation from operating activities throughout the year ended March 31, 2024, March 31, 2023 . Cash flow from operating activities provides the funds to service the financing of financial liabilities on a day-to-day basis."

## Financing Arrangement

The Company has access to the following undrawn borrowing facilities at the end of the reporting period.

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>Floating rate</b>		
Expiring within one year	-	-

## Maturities of financial liabilities

The following table shows the maturity analysis of the company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance sheet date:

(Rs. in Lacs)

Contractual maturities of financial liabilities As at March 31, 2024	Note	Carrying amount	Less than 12 months	More than 12 months	Total
Borrowings	18	208.22	208.22	-	208.22
Trade payables	19	227.35	227.35	-	227.35
Unclaimed dividends	-	-	-	-	-
Creditors for Capital Goods	-	-	-	-	-
Employee benefit payable	21	27.19	27.19	-	27.19
<b>Total liabilities</b>		<b>462.77</b>	<b>462.77</b>	<b>-</b>	<b>462.77</b>

Contractual maturities of financial liabilities As at March 31, 2023	Note	Carrying amount	Less than 12 months	More than 12 months	Total
Borrowings	18	76.39	76.39	-	76.39
Trade payables	19	120.21	120.21	-	120.21
Unclaimed dividends	-	-	-	-	-
Creditors for Capital Goods	-	-	-	-	-
Employee benefit payable	21	8.46	8.46	-	8.46
<b>Total liabilities</b>		<b>205.06</b>	<b>205.06</b>	<b>-</b>	<b>205.06</b>

## (C) Management of Market Risk

Market risk comprises of foreign currency risk and interest rate risk. Foreign currency risk arises from transactions that are undertaken in a currency other than the functional currency of the company. Further, the financial performance and financial position of the company is exposed to foreign currency risk that arises on outstanding receivable and payable balances at a reporting year end date. Interest rate risk arises from variable rate borrowings that expose the company's financial performance, financial position and cash flows to the movement in market rates of interest.

## (D) Interest rate risk

The Company is mainly exposed to interest rate risk due to its variable interest rate borrowings. The interest rate risk arises due to uncertainties about the future market interest rate of these borrowings. The Company mitigates the interest rate risk for borrowing in functional currency, which is linked with MCLR, by negotiating and fixing the rate at the time of renewal of bank facility which remains effective for one year from the date of renewal. In case of borrowing in foreign currency, which is linked with Libor rate, the company mitigates the risk by fixing the margin at the time of renewal of bank facility which remains effective for one year from the date of renewal.

The Company has various non current and current borrowings whose facilities are on a variable interest rate basis. Refer below table for interest rate exposure.

## Interest Rate Exposure

The exposure of Company's borrowings to interest rate changes at the end of the reporting period are as follows:

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Variable Rate Borrowings	208.22	76.39

# HIPOLIN LIMITED

## Note : 33 Capital management

### (a) Risk management

"The Company considers the Networth of its Balance Sheet as managed capital:

"net worth" means the aggregate value of the paid-up share capital and all reserves created out of the profits , securities premium account and debit or credit balance of profit and loss account, , after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to day needs.

The Company consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, reduce capital or issue new shares."

Consistent with others in the industry, the company monitors capital on the basis of the following gearing ratios: debts (Total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the Balance Sheet)

The gearing ratios were as follows:

Particulars	As At 31/03/2024	As At 31/03/2023
Net Debts	208.22	76.39
Total Equity	1,142.15	1,230.98
Net Debt to Equity Ratio	0.18	0.06

"The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The management monitors the return on capital as well as the level of dividends to shareholders. The Company's goal is to continue to be able to provide return to shareholders by continuing to distribute dividends in future periods. Refer the below note for the final dividend declared and paid."

## Note : 39 Related party disclosures

### Relationships

#### Key Management Personnel:

Shri Prafulla Gattani  
Shri Rumit B Shah  
Shri Shailesh J Shah  
Shri Daxesh B Shah  
Shri Samir Rohitbhai Shah  
Smt. Anjali Maheshwari

#### Relative of Key Managerial Personnel:

Shri Rumit B Shah  
Shri Apurva S Shah  
Smt. Daxaben S Shah  
Shri Shailesh J Shah  
Shri Subhash J Shah  
shri Daxesh B Shah  
Smt Purvi Daxesh Shah  
Smt Arunaben B Shah  
Smt Jyotiben J Shah  
Shri Jaykumar J Shah  
Smt Naiya Shaileshkumar Sheth  
Smt. Mayuriben S Shah  
Smt Rima Jilankumar Bhimani



# ANNUAL REPORT 2023-2024

The nature and volume of transactions carried out and balances with related parties in the ordinary course of business are as follows:

## Transactions

(Rs. in Lacs)

Name of the related party	Nature of the relationship	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>(i) Remuneration</b>			
Shri Rumit B Shah	Key Managerial Personnel	3.89	12.24
shri Daxesh B Shah	Relative of Key Managerial Personnel	3.62	12.24
Shri Apurva S Shah	Relative of Key Managerial Personnel	-	12.24
<b>Total</b>		<b>7.51</b>	<b>36.72</b>
<b>(ii) Sitting Fees</b>			
Ajaybhai R Gandhi		0.03	0.11
Umeshbhai P Mehta		0.02	0.06
Nitaben Shah		0.03	0.08
<b>Total</b>		<b>0.08</b>	<b>0.24</b>

## (iii) Investments in Shares of Jayantilal Bhogilal Chemicals Pvt. Ltd.

(Rs. in Lacs)

Name of the related party	Nature of the relationship	Year ended on 31 March 2024	Year ended on 31 March 2023
Shri Shailesh J Shah	Key Managerial Personnel	-	4.44
Shri Jaykumar J Shah	Relative of Key Managerial Personnel	-	8.00
Shri Rumit B Shah	Key Managerial Personnel	-	16.04
Shri Subhash J Shah	Relative of Key Managerial Personnel	-	8.00
shri Daxesh B Shah	Key Managerial Personnel	-	8.00
Smt Purvi Daxesh Shah	Relative of Key Managerial Personnel	-	4.00
Smt Jyotiben J Shah	Relative of Key Managerial Personnel	-	8.00
Smt Naiya Shaileshkumar Sheth	Relative of Key Managerial Personnel	-	4.00
Smt. Mayuriben S Shah	Relative of Key Managerial Personnel	-	4.44
Shri Apurva S Shah	Relative of Key Managerial Personnel	-	4.44
Smt. Daxaben S Shah	Relative of Key Managerial Personnel	-	8.00
Smt Rima Jilankumar Bhimani	Relative of Key Managerial Personnel	-	2.67
<b>Total</b>		<b>-</b>	<b>80.00</b>

### Terms and Conditions

1) Transactions with related parties are at normal commercial terms.

### Note - 35 Contingent Liabilities

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
In respect of disputed Income Tax matter	-	-

### Note - 36 Segment Reporting:

The company has only one reportable Business Segment i.e. Detergent Powder & Cake as Primary Segment.

# HIPOLIN LIMITED

## Note - 37 The following are analytical ratios for the year ended 2024 & 2023.

Ratios	Numerator	Denominator	Current Reporting Period	Previous reporting period	% of Change
Debt Equity Ratio	Debt Capital	Shareholder's Equity	0.18	0.06	0.12
Debt Service coverage ratio	EBITDA-CAPEX	Debt Service (Int+Principal)	-0.38	-1.15	0.77
Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	-0.07	0.90	-0.97
Inventory Turnover Ratio	COGS	Average Inventory	12.44	14.70	-2.26
Trade Receivables turnover ratio	Net Sales	Average trade receivables	7.06	604.51	-597.45
Net capital turnover ratio	Sales	Working capital (CA-CL)	63.61	12.42	51.19
Net profit ratio	Net Profit	Sales	-0.05	0.49	-0.54
Return on Capital employed	Earnings before interest and tax	Capital Employed	-0.07	-0.07	0.00
Return on investment	Net Profit	Investment	NA	NA	NA
Current Ratio	Current Assets	Current Liabilities	1.06	1.52	-0.45

## Note : 38 ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE-III

- a. The Company does not have any benami property where any proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and rules made thereunder.
- b. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c. The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- d. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiary) or
  - provide any guarantee, security or the like to or on behalf of the ultimate beneficiary.
- e. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
  - 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.
- f. The Company does not have any 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).
- g. The Company has not traded or invested in crypto currency or virtual currency during the year under review.
- h. There are no charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.
- i. The Company has no transactions with the Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- j. The company has no foreign exchange earnings and out go during the year.

# ANNUAL REPORT 2023-2024

The Accompanying Notes are an Integral Part of Financial Statement.  
As per our report of even date attached

**For S D P M & Co.**  
Chartered Accountants  
Firm Registration No.: 126741W

Sd/-  
**Sunil Dad**  
PARTNER  
Membership No.: 120702  
UDIN: 24120702BKHIFC8131  
**Date : 08/05/2024**  
**Place: Ahmedabad**

## FOR & ON BEHALF OF THE BOARD

Sd/-  
**Prafulla Gattani**  
Managing Director  
DIN : 00147844  
Sd/-  
**Rumit Shah**  
Chief Financial Officer  
PAN: AFGPS3296D

**Date : 08/05/2024**  
**Place : Ahmedabad**

Sd/-  
**Daxesh Shah**  
Director  
DIN:00325284  
Sd/-  
**Anjali Maheshwari**  
Company Secretary  
PAN: AVQPM4709B

## CONSOLIDATED INDEPENDENT AUDITOR'S REPORT

To The Members of  
Hipolin Limited

Report on the Audit of Consolidated Ind AS Financial Statements

### Opinion

1. We have audited the accompanying consolidated Ind AS financial statements of **The HIPOLIN LIMITED**, which includes joint operations (hereinafter referred to as 'the Holding Company') and its subsidiary (the holding company and its subsidiary together referred to as 'the Group'), which comprises the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss, including Other Comprehensive Income, the Statement of Changes in Equity, the Statement of Consolidated Cash Flow for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (here in after referred to as " the Consolidated Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration report of other auditor on separate financial statements and on the other financial information of the subsidiary the aforesaid Consolidated Ind AS 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 Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IndAS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2024, its Loss including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significant in our audit of the Consolidated Ind AS financial statements for the year ended March 31, 2024. These matters were addressed in the context of our audit of the Consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
Revenue Recognition "Revenue from contracts with customers" is recognized on transfer of control of promised goods to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in	Principal Audit Procedures Our audit procedures on adoption of Ind AS 115, Revenue from contracts with Customers ('Ind AS 115'), the new standard on revenue recognition, includes the following –

<b>Key audit matters</b>	<b>How our audit addressed the key audit matter</b>
<p>exchange for those goods. The Revenue standard establishes a comprehensive framework for determining whether, how much and when revenue should be recognized. This involves certain key judgments relating to identification of distinct performance obligations, determination of the transaction price, allocation of the transaction price to identified performance obligations, and the appropriateness of the revenue recognition methodology.</p> <p>Additionally, The standard mandates robust disclosures in respect of revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.</p> <p>Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.</p>	<ul style="list-style-type: none"> <li>• Evaluated the design and implementation of the processes and internal controls relating to implementation of the new revenue recognition standard.</li> <li>• Evaluated the detailed analysis performed by the management across revenue streams by selecting samples for the existing contracts with customers and verified the appropriateness of identification of distinct performance obligations, determination of the transaction price, allocation of the transaction price to identified performance obligations and the appropriateness of the revenue recognition methodology and, evaluated the appropriateness of the accounting policy and disclosures provided under the new revenue standard and assessed the completeness and mathematical accuracy of the relevant disclosures.</li> </ul>

**Information Other than the Consolidated Ind AS Financial Statements and Auditor’s report thereon:**

6. The Company’s Board of Directors is responsible for the preparation of other information. The Other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexure to the Board report, Corporate Governance report and Shareholder’s information, but does not include the Consolidated Ind AS financial statements and our auditor’s report thereon.

Our opinion on the Consolidated Ind AS 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 Ind AS 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 Ind AS 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 for the Consolidated Ind AS Financial Statements:**

7. The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Ind AS financial statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance including other comprehensive income, Consolidated Statement of changes in equity and Consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are also responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group for preventing and detecting frauds and other irregularities , selection and application of

## HIPOLIN LIMITED

appropriate accounting policies, making judgements 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 ,relating to 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.

8. In preparing the Consolidated Ind AS financial statements, the Management is responsible for assessing the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of of the respective entities to continue as a going concern , disclosing, as applicable matters related to going concern and using the going Concern basis of accounting unless the respective management 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.
9. The respective Board of Directors of the Companies included in the Group are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements:**

10. Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS financial statements 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 Ind AS financial statements.
11. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the Consolidated Ind AS 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control system in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
  - Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity'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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. Materiality is the magnitude of misstatements in the Consolidated Ind AS financial

statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Ind AS 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 an identified misstatements in the Consolidated Ind AS financial statements.
13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. However we have audited the financial statements in respect of Subsidiary Jayantilal Bhogilal Chemicals Private Limited whose financial statement reflects net total assets of Rs. 0.72 Lakhs. And total revenue of Rs. 0.06 Lakhs and net loss of Rs. 0.05 Lakhs before tax for the year ended 31.03.2024.
14. 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.
15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Ind AS financial statements for the financial year ended March 31, 2024 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. Our opinion above on the Consolidated Financial Statements, and our report other legal and statutory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other Auditors and the financial statements and other information certified by the management of the subsidiary.

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

16. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, & on the basis of such checks of books & records of the company as we consider appropriate and according to the information and explanation given to us, we give in the Annexure "A" a statement on the matters specified in paragraphs 3(xxi) of CARO 2020.
17. 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 and records.
  - c) The Consolidated Balance sheet, the Statement of Profit & Loss including other comprehensive income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account and records maintained for the purpose of preparation of the Consolidated financial Statements of the Group.
  - d) In our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e) On the basis of the written representation received from the directors as on March 31, 2024 taken on records by the Board of Directors of the Holding Company, and the reports of the statutory auditors who are appointed under section 139 of the Act, of its subsidiary incorporated in India, none of the directors of the Group is disqualified as on March 31, 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 with reference to these Consolidated Ind AS Financial Statements and the operating effectiveness of such controls, refer to our separate Report in **Annexure "B" to this report.**



## HIPOLIN LIMITED

- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Sec 197 read with Schedule V 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 read with Schedule V to the Act.
- h) With respect to the matters to be included in the Auditor's report in accordance with the 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 Consolidated financial statements has disclosed the impact of pending litigations on its consolidated financial position in its Consolidated Ind AS financial statements. [Refer note no 35 to Consolidated Ind AS financial statements]
  - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There was no amount which was required to be transferred, to the Investor Education and Protection Fund during the year.
  - (iv) (a) The management has represented that to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or any other person or entity including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in the persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries")
  - b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other persons or entities identified in the manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) above of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - (v) The Company has not declared or paid any dividend during the year covered by our audit.
  - (vi) The company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention

**Date : 08<sup>th</sup> May, 2024**

**Place : Ahmedabad**

**For S D P M & Co.**  
**Chartered Accountants**  
**Sd/-**  
**Sunil Dad**  
**Partner**  
**M.No. 120702**  
**FRN : 126741W**  
**UDIN: 24120702BKHIFD6890**



**ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT  
ON THE CONSOLIDATED FINANCIAL STATEMENTS OF HIPOLIN LIMITED.**

(Referred to in paragraph 16 of the Independent Auditor's Report under Report on Other Regulatory requirement section of our report of even date of HIPOLIN LIMITED on the financial statements for the year ended 31st March, 2024.

With respect to the matters specified in clause (xxi) of Paragraph (3) and Paragraph 4 of Companies ( Auditors Report) Order, 2020 (CARO/ THE ORDER issued by the Central Government) in terms of Section 143(11) of the act. According to the information and explanations given, and based on CARO reports issued by us and the Auditors to The respective company included in the Consolidated Financial Statements to which reporting under Caro 2020 is applicable, as provided to us by the Management of the Holding Company, we report that there are no qualifications or adverse remarks by the respective Auditors in the Caro reports of the Said Company included in the Consolidated Financial Statements.

**Date : 008<sup>th</sup> May, 2024**

**Place : Ahmedabad**

**For S D P M & Co.**

**Chartered Accountants**

**Sd/-**

**Sunil Dad**

**Partner**

**M.No. 120702**

**FRN : 126741W**

**UDIN: 24120702BKHIFD6890**

## **ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF HIPOLIN LIMITED.**

### **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") (Referred to in Paragraph 17(f) under " Report on the Other Legal & Regulatory Requirement" section of our report of even date)**

1. We have audited the internal financial controls over financial reporting of **Hipolin Limited** ("the Company") as of **March 31, 2024**, in conjunction with our audit of the Consolidated Ind AS Financial Statements of the Holding Company which includes for Subsidiary for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls:**

2. The Company's management is 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013. (Herein after referred to as "the Act")

#### **Auditor's Responsibility:**

3. 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 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 over financial reporting were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting 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 Ind AS Financial Statements, whether due to fraud or error.
5. 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 with reference to the Consolidated Financial Statements.

#### **Meaning of Internal Financial Controls over Financial Reporting with reference to the Consolidated Financial Statements.**

6. 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 Ind AS 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 financial statements in accordance with generally accepted accounting

principles, and that receipts and expenditures of the Company are being made only in accordance with the authorization of the management and the directors of the Company and;

3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the Consolidated financial statements.

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

7. 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 changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such Internal financial controls over financial reporting were operating effectively as at March 31,2024, 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.

**Other Matters:**

9. Our report Under Section 143(3)(i) of the Act on the adequacy and reporting effectiveness of the Internal Financial Controls with reference to the Consolidated Financial Statements of the Holding Company , in so far as it relates to 1 subsidiary which are companies incorporated in India , is based on the corresponding reports of the Auditors of such Subsidiary incorporated in India.

**Date : 08<sup>th</sup> May, 2024**

**Place : Ahmedabad**

**For S D P M & Co.**

**Chartered Accountants**

**Sd/-**

**Sunil Dad**

**Partner**

**M.No. 120702**

**FRN : 126741W**

**UDIN: 24120702BKHIFD6890**

# HIPOLIN LIMITED

## Consolidated Balance Sheet as at March 31, 2024

(Rs. in Lacs)

Particulars	Note No	As at 31.03.2024	As at 31.03.2023
<b>ASSETS</b>			
<b>1 Non-current Assets</b>			
(a) Property, Plant and Equipment	3	95.65	94.77
(b) Capital Work In Progress		-	-
(c) Non- Current assets held for sale		-	-
(d) Goodwill on consolidation		400.19	400.19
(e) Other Intangible Assets		-	-
(f) Intangible assets under development		-	-
(g) Biological Assets Other than bearer plants		-	-
(h) Financial Assets			
(i) Investments	4	328.08	348.26
(ii) Loans	5	1.46	1.69
(iii) Others	6	278.79	267.36
(i) Deferred tax Assets ( Net)		-	-
(j) Other non current assets	7	6.38	6.38
<b>Total non current assets</b>		<b>1,110.54</b>	<b>1,118.65</b>
<b>2 Current Assets</b>			
(a) Inventories	8	124.78	109.93
(b) Financial assets			
(i) Investments	9	-	199.98
(ii) Trade Receivables	10	358	10.06
(iii) Cash and cash equivalents	11	16.36	26
(iv) Bank Balances other than (iii) above	12	-	0.56
(v) Loans	13	-	10.43
(vi) Other financial assets		-	-
(c) Current Tax Assets (Net)		-	-
(d) Other current assets	14	17.18	10.19
<b>Total current assets</b>		<b>517.24</b>	<b>367.15</b>
<b>TOTAL ASSETS</b>		<b>1,627.78</b>	<b>1,485.79</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	15	313.13	313.13
(b) Other equity	16	828.93	917.81
(c) Non controlling Interest		-	-
<b>Total equity</b>		<b>1,142.06</b>	<b>1,230.94</b>
<b>LIABILITIES</b>			
<b>1 Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings		-	-
(ia) Lease Liabilities		-	-
(i) Trade Payables			
(A) Total outstanding Dues Of Micro Enterprises and Small Enterprises		-	-
(B) Total outstanding Dues Of Creditors Other than Micro Enterprises and Small Enterprises		-	-
(ii) Other financial liabilities ( Other than those specified in item (B) to be Specified )		-	-
(b) Provisions	17	-0.35	13.15
(c) Deferred tax liabilities (Net)		-	-
(d) Other Non Current Liabilities		-	-
<b>Total non current liabilities</b>		<b>-0.35</b>	<b>13.15</b>
<b>2 Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	18	208.22	76.39
(ia) Lease Liabilities		-	-
(ii) Trade Payables	19		
(A) Total outstanding Dues Of Micro Enterprises and Small Enterprises		-	0.18
(B) Total outstanding Dues Of Creditors Other than Micro Enterprises and Small Enterprises		227.35	120.03
(iii) Other financial liabilities ( Other than those specified in item (B) to be Specified )		-	-
(b) Other Current Liabilities	20	23.11	36.53
(c) Provisions	21	27.39	8.56
(d) Current tax Liabilities ( Net)	-	-	-
<b>Total current liabilities</b>		<b>486.08</b>	<b>241.7</b>
<b>Total liabilities</b>		<b>485.72</b>	<b>254.85</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,627.78</b>	<b>1,485.79</b>
Summary Of Significant Accounting Policies	2		

The Accompanying Notes are an Integral Part of Financial Statement.

As per our report of even date attached

**For S D P M & Co.**

Chartered Accountants  
Firm Registration No.: 126741W

Sd/-  
**Sunil Dad**  
PARTNER  
Membership No.: 120702  
UDIN: 24120702BKHIFC8131  
**Date : 08/05/2024**  
**Place: Ahmedabad**

**FOR & ON BEHALF OF THE BOARD**

Sd/-  
**Prafulla Gattani**  
Managing Director  
DIN : 00147844  
Sd/-  
**Rumit Shah**  
Chief Financial Officer  
PAN: AFGPS3296D

Sd/-  
**Daxesh Shah**  
Director  
DIN:00325284  
Sd/-  
**Anjali Maheshwari**  
Company Secretary  
PAN: AVQPM4709B

**Date : 08/05/2024**  
**Place : Ahmedabad**

# ANNUAL REPORT 2023-2024

## Consolidated Statement of Profit And Loss Account for the year ended on March 31, 2024

(Rs. in Lacs)

Particulars	Note No	Year ended 31 March 2024	Year ended 31 March 2023
<b>I</b> Revenue from operations	22	1,973.12	1,555.58
<b>II</b> Other income	23	48.39	39.66
<b>III</b> Total income (I+II)		2,021.51	1,595.24
<b>IV</b> Expenses			
(a) Cost Of Materials Consumed	24	1,338.64	1,093.36
(b) Purchase of stock in trade	25	123.62	114.84
(c) Changes in stock of finished goods, Stock in Trade and work-in-progress .	26	(2.43)	(23.03)
(d) Employee benefits expense	27	171.63	146.93
(e) Finance costs	28	8.81	5.19
(f) Depreciation and amortisation expense	3	9.27	7.52
(g) Other expenses	29	460.59	343.52
<b>Total expenses (IV)</b>		<b>2,110.13</b>	<b>1,688.33</b>
<b>V Profit / ( Loss ) before exceptional items and tax (III-IV)</b>		<b>(88.61)</b>	<b>(93.08)</b>
<b>VI Exceptional Items</b>		-	<b>(855.81)</b>
<b>VII Profit / ( Loss ) after exceptional items (V-VI)</b>		<b>(88.61)</b>	<b>762.73</b>
<b>VIII Tax Expense:</b>			
1 Current Tax		-	-
2 Deferred Tax		-	-
<b>IX Profit / ( Loss ) for the period (PAT) (VII-VIII)</b>		<b>(88.61)</b>	<b>762.73</b>
<b>X Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
i) Remeasurement of defined benefit plans		0.27	0.32
ii) Changes in fair valuation of equity instruments		-	-
iii) Income tax relating to to items that will not be reclassified to profit or loss.		-	-
<b>XI Total Comprehensive Income for the period (XIII-XIV) Comprising Profit /( Loss) and Other Comprehensive Income for the period.</b>		<b>(0.27)</b>	<b>(0.32)</b>
<b>XII Total Comprehensive Income for The Period Paid Up Equity Share Capital (Face Value of Equity Share : Rs. 10 each)</b>		<b>(88.89)</b>	<b>762.41</b>
<b>XIII Earnings per Equity share</b>			
Basic	30	(0.03)	0.24
Diluted		(0.03)	0.24

The Accompanying Notes are an Integral Part of Financial Statement.

As per our report of even date attached

**For S D P M & Co.**

Chartered Accountants

Firm Registration No.: 126741W

Sd/-

**Sunil Dad**

PARTNER

Membership No.: 120702

UDIN: 24120702BKHIFC8131

**Date : 08/05/2024**

**Place: Ahmedabad**

**FOR & ON BEHALF OF THE BOARD**

Sd/-

**Prefulla Gattani**

Managing Director

DIN : 00147844

Sd/-

**Rumit Shah**

Chief Financial Officer

PAN: AFGPS3296D

**Date : 08/05/2024**

**Place : Ahmedabad**

Sd/-

**Daxesh Shah**

Director

DIN:00325284

Sd/-

**Anjali Maheshwari**

Company Secretary

PAN: AVQPM4709B

# HIPOLIN LIMITED

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2024

(Rs. in Lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>A. Cash Flow from Operating Activities</b>		
<b>Profit Before Taxation</b>	<b>(88.61)</b>	<b>762.73</b>
<b>Adjustments for:-</b>		
Depreciation / Amortisation	9.27	7.52
Dividend Income	(0.71)	(0.71)
Finance Cost	8.81	5.19
Interest Income	(17.74)	(18.27)
(Profit) / Loss on Sale of Property, Plant and Equipment (Net)	-	(855.81)
<b>Operating Profit Before Working Capital Changes</b>	<b>(88.99)</b>	<b>(99.35)</b>
<b>Adjustments for changes in working capital</b>		
Trade Receivables	(158.95)	(40.54)
Inventories	(14.85)	(58.57)
Other Financial assets	9.99	0.27
Other Assets	(6.75)	(5.05)
Trade Payables	107.15	62.18
Other Liabilities	(13.42)	(374.29)
Provisions	5.05	11.81
<b>Cash Generated From Operations</b>	<b>(160.78)</b>	<b>(503.56)</b>
Taxes Paid (net of refunds)	-	-
<b>Net Cash generated from Operating Activities</b>	<b>(160.78)</b>	<b>(503.56)</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Property, Plant and Equipment and Intangibles etc.	(10.15)	(38.72)
Proceeds from disposal of Property, Plant and Equipment	-	920.47
Investment in Bonds	20.18	(330.49)
Investments in Subsidiary	-	(80.00)
Dividend Income Received	0.71	0.71
Interest Income Received	17.74	18.26
(Placement) / Redemption Fixed Deposits (Net)	15.57	43.00
<b>Net Cash from / (used in) Investing Activities</b>	<b>44.06</b>	<b>533.23</b>
<b>C. Cash Flow from Financing Activities</b>		
Net Proceeds / (Repayment) of Working Capital Loan	131.83	(33.57)
Interest Paid	(8.81)	(5.19)
<b>Net Cash used In Financing Activities</b>	<b>123.02</b>	<b>(38.76)</b>
<b>Net Increase/ (Decrease) in cash and cash equivalents (A+B+C)</b>	<b>6.30</b>	<b>(9.08)</b>
Cash & cash Equivalents at the beginning of the year	10.06	19.14
<b>Cash &amp; cash Equivalents at the end of the year</b>	<b>16.36</b>	<b>10.06</b>

# ANNUAL REPORT 2023-2024

(Rs. in Lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Cash and Cash Equivalents		
Cash on Hand	0.89	1.72
Bank Balance		
In Current Accounts	15.46	8.34
In Fixed Deposit account with bank		-
Effect of Exchange differences on balances with banks in foreign currency	-	-
	<b>16.36</b>	<b>10.06</b>

**Note:**

(1)The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS 7 - "Statement of Cash Flows".

The Accompanying Notes are an Integral Part of Financial Statement.

As per our report of even date attached

**For S D P M & Co.**

Chartered Accountants  
Firm Registration No.: 126741W

Sd/-

**Sunil Dad**

PARTNER

Membership No.: 120702

UDIN: 24120702BKHIFC8131

**Date : 08/05/2024**

**Place: Ahmedabad**

**FOR & ON BEHALF OF THE BOARD**

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**Prafulla Gattani**

Managing Director

DIN : 00147844

Sd/-

**Rumit Shah**

Chief Financial Officer

PAN: AFGPS3296D

**Date : 08/05/2024**

**Place : Ahmedabad**

Sd/-

**Daxesh Shah**

Director

DIN:00325284

Sd/-

**Anjali Maheshwari**

Company Secretary

PAN: AVQPM4709B

# HIPOLIN LIMITED

## CONSOLIDATED STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024

(Rs. in Lacs)

Particulars	Amount
<b>A. EQUITY SHARE CAPITAL</b>	
Balance as at April 1, 2022	313.13
Changes in Equity Share Capital due to Prior Period Errors	-
<b>Restated Balance at the beginning of reporting period</b>	<b>313.13</b>
Changes in Equity Share Capital during the year	-
<b>Balance as at March 31, 2023</b>	<b>313.13</b>
Balance as at April 1, 2023	313.13
Changes in Equity Share Capital due to Prior Period Errors	-
<b>Restated Balance at the beginning of reporting period</b>	<b>313.13</b>
Changes in Equity Share Capital during the year	-
<b>Balance as at March 31, 2024</b>	<b>313.13</b>

(Rs. in Lacs)

B. Particulars	CAPITAL RESERVE	SECURITY PREMIUM	GENERAL EWSERVE	RETAINED EARNING	TOTAL
Current Reporting Period					
Balance as at beginning of the current reporting period	0.85	574.28	55.86	286.82	917.81
Changes in accounting policy/prior period items	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	(88.89)	(88.89)
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
<b>Balance at the end of the current reporting period</b>	<b>0.85</b>	<b>574.28</b>	<b>55.86</b>	<b>197.94</b>	<b>828.93</b>
Previous Reporting Period					
Balance as at beginning of the previous reporting period	0.85	574.28	55.86	(475.59)	155.40
Changes in accounting policy/prior period items	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	762.41	762.41
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
<b>Balance at the end of the previous reporting period</b>	<b>0.85</b>	<b>574.28</b>	<b>55.86</b>	<b>286.82</b>	<b>917.81</b>

The Accompanying Notes are an Integral Part of Financial Statement.

As per our report of even date attached

**For S D P M & Co.**

Chartered Accountants  
Firm Registration No.: 126741W

Sd/-

**Sunil Dad**

PARTNER

Membership No.: 120702

UDIN: 24120702BKHIFC8131

**Date : 08/05/2024**

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DIN : 00147844

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Chief Financial Officer

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**Date : 08/05/2024**

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Sd/-

**Daxesh Shah**

Director

DIN:00325284

Sd/-

**Anjali Maheshwari**

Company Secretary

PAN: AVQPM4709B



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED on 31ST MARCH,2024.****1. Background of the Company:-**

Hipolin Limited ("The Company") was incorporated on March 31, 1994 under the provision of the Companies Act, 1956. The Company is engaged in manufacturing of Detergent Powder & Cake and alike products. The manufacturing facility for the same is set up at Survey No. 2/2, Paiki, Mouje Behind Safe Express Logistic, Changodar, Sanand, Ahmedabad, Gujarat - 382213. The equity shares of the Company are listed on BSE Limited.

**2. (I) Basis of preparation of financial statement:-**

The financial statements are prepared under the historical cost convention, on a going concern basis and accrual method of accounting, except for certain financial assets and liabilities as specified in defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS. The accounting policies applied are consistent with those used in the previous year, except otherwise stated.

The standalone financial statements are presented in Indian Rupees and all values are rounded off to the nearest thousands (Rupees 000), except where otherwise indicated. Any discrepancies in any table between totals and sums of the amounts listed are due to rounding off.

**(II) Summary Of Significant accounting policy:-****a) Current versus non-current classification**

The company as required by Ind AS-1 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 realised or intended to be sold or consumed in normal operating cycle, or
- Held primarily for the purpose of trading, or
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period, all other assets are classified as non-current. A liability is current when:
  - It is expected to be settled in normal operating cycle, or
  - It is held primarily for the purpose of trading, or
  - It is due to be settled within twelve months after the reporting period, or
  - There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period, all other liabilities are classified as non-current.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are considered as non-current assets and liabilities.

- The operating cycle is the time between acquisition of assets for processing and their realization cash and cash equivalents. The Company has identified twelve month as its operating cycle.

**b) Foreign currency transactions and translations(i) Functional and presentation currency**

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Indian rupee (INR).(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions and from translation of monetary assets and liabilities at the reporting date are recognised in the Statement of Profit and Loss.

## c) Revenue recognition

### Sale of products

**Timing of recognition:** Revenue from Sales of goods is recognized when significant risks and rewards of ownership of goods have been passed on to the buyers.

**Measurement of revenue:** Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of GST and net of returns, trade allowances, rebates, and amounts collected on behalf of third parties, valued added tax, goods and service tax (GST).

## d) Income tax

The income tax expense or credit for the period is the tax on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset deferred tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. However no DTA is created for the year under consideration and company do not for see any reasonable certainty as to the future profit on conservative basis.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity in which case, the tax is recognised in other comprehensive income or directly in equity, respectively.

## e) Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Assets are reviewed for possible reversal of the impairment at the end of each reporting period. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

## f) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less

that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.g) Trade receivables

Trade receivables are recognised initially at fair value less provision for impairment, if any. The trade receivables are non-interest bearing.

#### **h) Inventories**

Raw materials, packing material, trading goods, stores and finished goods are stated at the lower of cost and net realisable value. The cost of raw materials, packing materials, trading goods, stores are determined based on first-in, first-out (FIFO) method and comprises cost of purchase. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

#### **i) Financial assets and liabilities**

##### **(a) Financial assets**

##### **1. Classification**

The Company classifies its financial assets in the following measurement categories at fair value (either through other comprehensive income, or through profit or loss), and at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable selection at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Company reclassifies debt investments when and only when its business model for managing those assets changes.

##### **2. Initial Recognition and Measurement**

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit or loss.

##### **3. Subsequent Measurement**

**Measured at amortised cost:** Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the EIR method less impairment, if any. The amortisation of EIR and loss or gains arising from impairment, if any is recognised in the Statement of Profit and Loss.

**Measured at fair value through other comprehensive income (FVOCI):** Financial assets that are held within a business model whose objective is, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to "Profit or Loss" in the Statement of Profit and Loss.

**Measured at fair value through profit or loss (FVPL):** A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

**Equity instruments:** The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains

and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

Impairment losses (and reversal of impairment losses) on equity investments measured at Fair Value through Other Comprehensive Income (FVOCI) are not reported separately from other changes in fair value.

#### **4. Impairment of financial assets**

The Company is required to assess on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 36 details how the Company determines whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

#### **5. Derecognition**

A financial asset is derecognised only when the Company

- has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

#### **6. Income recognition**

Interest income from debt instruments is recognised using the EIR method. 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 a financial asset.

"Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably."

#### **(b) Financial liabilities:**

##### **1. Initial Recognition and Measurement**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at its fair value plus or minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability.

##### **2. Subsequent Measurement**

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

##### **3. Derecognition**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

##### **j) Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

##### **k) Property, plant and equipment**

Freehold land is carried at historical cost. All other items of property, plant and

equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/expense.

**(i) Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

**(ii) Depreciation methods, estimated useful lives and residual value**

Depreciation is provided on pro-rata basis on the straight-line method over the estimated useful life as per Part-C of Schedule II of the Companies Act, 2013.

Estimated useful life of the assets/significant component thereof are as under:

<b>SR NO</b>	<b>ASSETS CLASS</b>	<b>USEFUL LIFE</b>
1	BUILDING	30 TO 60
2	PLANT AND MACHINERY	3 TO 10
3	FURNITURE AND FIXTURE	10
4	VEHICLES	8 TO 10

**l) Trade and other payables**

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.

**m) Borrowings**

"Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the EIR method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income/expenses.

**n) Borrowings costs**

General and specific 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. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the

## HIPOLIN LIMITED

borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

### **o) Provisions and Contingencies**

Provisions are recognised when there is 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 there is a reliable estimate of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

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

### **p) Employee Benefits**

#### **(i) Defined contribution plans**

Company's contribution to Provident fund and other funds are determined under the relevant schemes and/or statute and charged to revenue. The Company contributes to a Government administered Provident Fund and has no further obligation beyond making its contribution.

The Company makes contributions to state plans namely Employee's State Insurance Fund and Employee's Pension Scheme 1995 and has no further obligation beyond making the payment to them. The Company's contributions to the above funds are charged to Statement of Profit and Loss every year.

#### **(ii) Defined benefit plans**

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees, which is funded. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined using the Projected Unit Credit method at the end of each year. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet

Gratuity Fund contributions are made to a trust administered by the Company which has further invested in Life Insurance Corporation. The contributions made to the trust are recognised as plan assets. The defined benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by the fair value of plan assets.

#### **(iii) Other employee benefits**

Compensated Absences: Accumulated compensated absences, which are expected to be availed at future date from the end of the year and are treated as long 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 yearend is not ascertained as per actuarial valuation, the same is not provided and not quantified. It is the practice of the company to account for same on payment basis.

### **q) Segment reporting**

The company has only one reportable Business Segment i.e. Detergent Powder & Cake as Primary Segment

**r) Earnings per share**

i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit/(loss) attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

**(ii) Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**s) Rounding off**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupee in thousand with 000 omitted..

**(III)** Critical estimates and judgementsThe preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the company's accounting policies.

The areas involving critical estimates or judgements are:

- Estimation of defined benefit obligation – Note 21
- impairment of trade receivables – Note 32
- Estimation of useful life of tangible assets – Note 1(II)(k)(ii)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company.



**3 NON CURRENT ASSETS  
PROPERTY, PLANT & EQUIPMENTS:**

(Rs. in Lacs)

PARTICULARS	GROSS BLOCK ( at carrying amount )					GROSS BLOCK ( at carrying amount )					NET BLOCK	
	AS AT 01.04.2023	Additions during the year	Disposal during the year	Translation Adjust- ments	As at 31.03.2024	AS AT 01.04.2023	Charge for the year	Disposal during the year	Translation/ Deduction/ Adjustments	As at 31.03.2024	As at 31.03.2024	As at 31.03.2023
1.Office Buiding	20.84	-	-	-	20.84	3.73	0.60	-	-	4.33	16.52	17.12
2.Plant & Machineries	77.39	10.52	-	-	87.92	21.72	5.47	-	-	27.18	60.73	55.68
3.Furniture & Fixtures	13.49	-	-	-	13.49	6.82	0.66	-	-	7.48	6.01	6.67
4.Vehicles	23.02	-	0.38	-	22.65	7.72	2.55	-	-	10.26	12.38	15.31
<b>Total</b>	<b>134.75</b>	<b>10.52</b>	<b>0.38</b>	<b>-</b>	<b>144.90</b>	<b>39.98</b>	<b>9.27</b>	<b>-</b>	<b>-</b>	<b>49.25</b>	<b>95.65</b>	<b>94.77</b>

PARTICULARS	GROSS BLOCK ( at carrying amount )					GROSS BLOCK ( at carrying amount )					NET BLOCK	
	AS AT 01.04.2022	Additions during the year	Disposal during the year	Translation Adjust- ments	As at 31.03.2023	AS AT 01.04.2022	Charge for the year	Disposal during the year	Translation/ Deduction/ Adjustments	As at 31.03.2023	As at 31.03.2023	As at 31.03.2022
1.Office Buiding	20.84	-	-	-	20.84	3.13	0.60	-	-	3.73	17.12	17.71
2.Plant & Machineries	32.49	44.90	-	-	77.39	17.21	4.51	-	-	21.72	55.68	15.29
3.Furniture & Fixtures	6.91	6.57	-	-	13.49	6.19	0.63	-	-	6.82	6.67	0.73
4.Vehicles	19.14	12.24	8.35	-	23.02	13.87	1.78	7.93	-	7.72	15.31	5.27
<b>Total</b>	<b>79.39</b>	<b>63.71</b>	<b>8.35</b>	<b>-</b>	<b>134.75</b>	<b>40.40</b>	<b>7.52</b>	<b>7.93</b>	<b>-</b>	<b>39.98</b>	<b>94.77</b>	<b>38.99</b>



**Note - 4 : NON-CURRENT FINANCIAL ASSETS - INVESTMENTS****A. QUOTED EQUITY INSTRUMENTS**

(Rs. in Lacs)

Number of Shares		Particulars	As At	As At
31/03/2024	31/03/2023		31/03/2024	31/03/2023
400	400	Adani Power Limited	0.18	0.18
3000	3000	GMR Infrastructure limited	2.61	2.61
1100	1100	Reliance Communication limited	4.44	4.44
1312	1312	Reliance Power Limited	4.58	4.58
1000	1000	Tele Data Informatics Ltd	0.14	0.14
500	500	TeleData Marine Solutions Ltd	0.28	0.28
500	500	TeleData Technology Solutions ltd	0.28	0.28
1300	1300	Unitech Limited	0.49	0.49
<b>Total - A</b>			<b>12.99</b>	<b>12.99</b>

**B. UNQUOTED EQUITY INSTRUMENTS**

31/03/2024	31/03/2023	Particulars	31/03/2024	31/03/2023
17402	17,402	K.C.C.B Bank	4.73	4.73
200	200	Global Trust Ltd	0.05	0.05
<b>Total - B</b>			<b>4.77</b>	<b>4.77</b>

**C. Investment in Bonds**

Particulars	31/03/2024	31/03/2023
<b>Investment in Bonds</b>		
10% Edelweiss Housing Fin Limited	33.55	33.55
8.70% Aditya Birla Finance Ltd	52.74	52.74
9.20% Navi Finserv	-	20.18
9.62% Andhra Pradesh State Beverages Corporations Limited 2026	10.10	10.10
9.90% Edelweiss Asset Reconstruction Co. Ltd.	10.69	10.69
9.62% Andhra Pradesh State Beverages Corporations Limited 2025	101.76	101.76
9.70% UP Power Corporation Limited	101.46	101.46
<b>Total - C</b>	<b>310.31</b>	<b>330.49</b>

Total (A+B+C)	328.08	348.26
Aggregate amount of quoted investments	12.99	12.99
Aggregate market value of quoted investments	218.91	218.91
Aggregate amount of unquoted investments	4.77	4.77
Aggregate amount of impairment in value of investments	-205.92	-205.92

**Note - 5 Loans**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
(Unsecured considered good, unless otherwise stated)		
Loan to Related Parties	-	-
Loan to Employees	1.46	1.69
<b>Total</b>	<b>1.46</b>	<b>1.69</b>

**Note - 6 Other non-current financial assets - others**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Investment in term Deposits (with remaining maturity of more than twelve months )	265.50	264.50
Security deposits		
- Related Parties	-	-
- Others	13.29	2.86
Long Term Trade Receivables	-	-
<b>Total</b>	<b>278.79</b>	<b>267.36</b>

# HIPOLIN LIMITED

## Note - 7 Others Non-Current Assets

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Other non-current assets	6.38	6.38
<b>Total</b>	<b>6.38</b>	<b>6.38</b>

## Current Assets

### Note - 8 Inventories

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Raw materials	43.00	42.18
Packaging Material	34.2	22.59
Finished goods	46.46	43.6
Stock-in-trade(Traded goods)	1.13	1.55
<b>Total</b>	<b>124.78</b>	<b>109.93</b>

Note: There have been no goods in transit as on the balance sheet date.

## CURRENT FINANCIAL ASSETS

### Note - 9 Trade receivables

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Unsecured, considered good	358.93	199.98
Credit Impaired	-	-
	358.93	199.98
Less: Provision for doubtful	-	-
<b>TOTAL</b>	<b>358.93</b>	<b>199.98</b>

### Trade Receivables Ageing Schedule

PARTICULARS	AS AT March 31, 2024					
	Outstanding For following periods from due date of payment					
	Less Than 6 Months	6 Months to 1 Year	1 Year to 2 Year	2 Year to 3 Year	3 Year and Above	Total
1. Undisputed Trade Receivable - Considered Good	358.60	-		0.33	-	<b>358.93</b>
2. Undisputed Trade Receivable - Considered Doubt ful	-	-	-	-	-	-
3. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
4. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-

**Trade Receivables Ageing Schedule**

PARTICULARS	AS AT March 31, 2023 Outstanding For following periods from due date of payment					
	Less Than 6 Months	6 Months to 1 Year	1 Year to 2 Year	2 Year to 3 Year	3 Year and Above	Total
1. Undisputed Trade Receivable - Considered Good	199.39	-	0.59	-	-	<b>199.98</b>
2. Undisputed Trade Receivable - Considered Doubt ful	-	-	-	-	-	-
3. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-
4. Disputed Trade Receivable - Considered Good	-	-	-	-	-	-

**Note - 10 Cash & Cash Equivalents**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Cash &amp; Cash Equivalents</b>		
Cash On Hand	0.89	1.72
<b>Balance With Bank</b>		
Current Accounts	15.46	8.34
Fixed Deposit Accounts		-
<b>Total</b>	<b>16.36</b>	<b>10.06</b>

**Note - 11 Bank Balances other than Note No. 10 above**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Earmarked balances with banks	-	-
Investments in term Deposit having original maturity of more than three months but less than twelve months	-	26.00
<b>Total</b>	-	<b>26.00</b>

**Note - 12 Loans**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>(Unsecured considered good, unless otherwise stated)</b>		
Loan & Advances to employees	-	0.56
<b>Total</b>	-	<b>0.56</b>

**Note - 13 Other Current financial Assets**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Security Deposits	-	10.43
<b>Total</b>	-	<b>10.43</b>

**Note - 14 Other Current Assets**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Advances to Suppliers	1.01	0.46
Balances with Govt. Authorities	4.47	9.68
Prepaid expenses	11.70	0.04
<b>Total</b>	<b>17.18</b>	<b>10.19</b>

# HIPOLIN LIMITED

## Note - 15 Equity Share Capital

(Rs. in Lacs)

Particulars	As At 31/03/2024		As At 31/03/2023	
	Number of Share	Amount	Number of Share	Amount
<b>AUTHORISED</b> Equity shares of ` 10 each	50,00,000.00	500.00	50,00,000.00	500.00
<b>ISSUED, SUBSCRIBED AND FULLY PAID UP</b> Equity shares of ` 10 each	31,31,300.00	313.13	31,31,300.00	313.13
<b>Total</b>	<b>31,31,300.00</b>	<b>313.13</b>	<b>31,31,300.00</b>	<b>313.13</b>

### a) Reconciliation of the Number of Share Equity shares:

Particulars	As At 31/03/2024		As At 31/03/2023	
	Number of Share	Amount	Number of Share	Amount
<b>Balance as at the beginning of the year</b>	31,31,300	313.13	31,31,300	313.13
Add: issued during the year	-	-	-	-
less: shares cancelled on buy back of equity shares	-	-	-	-
<b>Balance as at the end of the year</b>	<b>31,31,300</b>	<b>313.13</b>	<b>31,31,300</b>	<b>313.13</b>

#### Notes:

During the period of five financial years immediately preceding the balance sheet date, the company has not:

- (i) allotted any fully paid- up equity shares by way of bonus shares;
- (ii) allotted any equity share pursuant to any contract without payment being received in cash;
- (iii) bought back any equity shares

### b) Right, Preferences and Restriction Attached to Shares

The company has only one class of share referred to as ' equity share' having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity share held by the share holders.

### c) Details of equity shares held by shareholders holding more than 5% of the aggregate share in the company

Particulars	As At 31/03/2024		As At 31/03/2023	
	Number of Share	%	Number of Share	%
<b>Equity share holders names</b>				
Rumit B Shah	3,22,074	10.29	3,22,074	10.29
Kinnari Vaibhav Shah	5,87,117	18.75	5,87,117	18.75
Daxeshbhai B Shah	3,19,738	10.21	3,19,738	10.21
Sejal Ullas Shah	3,02,560	9.66	3,02,560	9.66
Rajasvee Sagar Shah	2,93,560	9.38	2,93,560	9.38

# ANNUAL REPORT 2023-2024

## SHARES HELD BY THE PROMOTERS AT THE END OF THE YEAR

SHARE HOLDERS NAME	Share Holding at the Beginning of the year (01.04.2023)			Share Holding at the End of the year (31.03.2024)		
	No of Share	% of total shares of the company	% of shares pledged / encumbered to total	No of Share	% of total shares of the company	% of shares pledged / encumbered to total
Kinnari Vaibhav Shah	587117.00	18.75	-	587117.00	18.75	-
Rumit Bharatbhai Shah	322074.00	10.29	-	322074.00	10.29	-
Daxeshbhai B Shah	319738.00	10.21	-	319738.00	10.21	-
Sejal Ullas Shah	302560.00	9.66	-	302560.00	9.66	-
Rajasvee Sagar Shah	293560.00	9.38	-	293560.00	9.38	-
Shaileshkumar Jayantilal Shah	141197.00	4.51	-	141197.00	4.51	-
Subhash Jayantilal Shah	108680.00	3.47	-	108680.00	3.47	-
Daxaben S Shah	33948.00	1.08	-	33948.00	1.08	-
Mayuriben S Shah	31830.00	1.02	-	31830.00	1.02	-
Apurva Shaileshbhai Shah	44442.00	1.42	-	44442.00	1.42	-
Purviben D Shah	39843.00	1.27	-	39843.00	1.27	-
Bijal S Desai 2339.00	0.07	-	2339.00	0.07	-	-
Pourvi Manish Desai	2300.00	0.07	-	2300.00	0.07	-
<b>Total</b>	<b>22,29,628</b>			<b>22,29,628</b>		
<b>Total</b>	<b>38,72,139</b>			<b>38,72,139</b>		

## Note - 18 Others Equity

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Capital Reserve</b>	<b>0.85</b>	<b>0.85</b>
<b>Equity Security Premium</b>		
Opening balance	574.28	574.28
Add : Transferred during the year	-	-
Less: Transfer to capital redemption reserve	-	-
<b>Closing balance</b>	<b>574.28</b>	<b>574.28</b>
<b>General Reserve</b>		
Opening balance	55.86	55.86
Add : Transferred during the year	-	-
Less: Transfer to capital redemption reserve	-	-
<b>Closing balance</b>	<b>55.86</b>	<b>55.86</b>
Retained Earnings		
Opening balance	286.82	(475.59)
Add : Retained earnings/(Loss) during the year	(88.89)	762.41
Less: Transfer to other comprehensive income		
<b>Closing balance</b>	<b>197.94</b>	<b>286.82</b>
<b>Total</b>	<b>828.93</b>	<b>917.81</b>

# HIPOLIN LIMITED

## Note - 17 Provisions

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>RETIREMENT BENEFIT OBLIGATIONS</b>		
Gratuity	(0.35)	6.92
Leave Encashment	-	6.24
<b>Total</b>	<b>(0.35)</b>	<b>13.15</b>

## Note - 15 Current Liabilities Financial Liabilities Borrowings

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
<b>Secured</b>		
<b>Loan Repayable on demand from banks</b>		
Overdraft against fixed deposit	208.22	76.39
<b>Total</b>	<b>208.22</b>	<b>76.39</b>

### Note:-

Overdraft against fixed Deposits of Rs. 2,08,21,999/- (Previous Year Rs. 76,39,332/-) of Kalupur Commercial Co.Op. Bank Ltd having Current Rate of Interest ranging between 6.70% TO 6.80% p.a based on the Rate Of Interest of FD. (PY Rate of Interest ranging between 7.01% to 7.04%).

## Note - 19 Trade Payable

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
For Micro, Small And Medium Enterprises	-	0.18
Others	227.35	120.03
<b>Total</b>	<b>227.35</b>	<b>120.21</b>

### Note:-

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED), Certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro, Small and medium enterprise as defined in the MSMED Act, 2006 are disclosed as below:

### Due to Micro, Small and Medium Enterprises:

Particulars	As At 31/03/2024	As At 31/03/2023
Principal amount remaining unpaid to any supplier as at the year end.	-	0.18
Interest due thereon	-	-
Amount of interest paid by the Company in terms of section 16	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED.	-	-
Amount of interest accrued and remaining unpaid at the end of accounting year.	-	-
<b>Total</b>	<b>-</b>	<b>0.18</b>

**Trade Payables Ageing Schedule**

PARTICULARS	AS AT March 31, 2024 Outstanding For following periods from due date of payment					
	Not Due For Payment	Less Than One Year	1 Year to 2 Year	2 Year to 3 Year	More than 3 Years	Total
1. MSME	-	-	-	-	-	-
2. Others	-	227.35	-	-	-	<b>227.35</b>
3. Disputed Dues MSME	-	-	-	-	-	-
4. Disputed Dues Others	-	-	-	-	-	-

**Trade Payables Ageing Schedule**

PARTICULARS	AS AT March 31, 2023 Outstanding For following periods from due date of payment					
	Not Due For Payment	Less Than One Year	1 Year to 2 Year	2 Year to 3 Year	More than 3 Years	Total
1. MSME	0.18	-	-	-	-	<b>0.18</b>
2. Others	-	120.03	-	-	-	<b>120.03</b>
3. Disputed Dues MSME	-	-	-	-	-	-
4. Disputed Dues Others	-	-	-	-	-	-

**Note - 20 Other Current Liabilities**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Advance received from customers	1.98	2.17
Statutory liabilities(including provident fund, tax deducted at source and others)	11.75	14.22
Other payables	9.39	20.14
<b>Total</b>	<b>23.11</b>	<b>36.53</b>

**Note - 21 Current Provisions**

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Provision for employee benefits (see Note 21(a))	27.19	8.46
Other Provision	0.20	0.10
<b>Total</b>	<b>27.39</b>	<b>8.56</b>

**Note 21 (a) Provision for Employee Benefits**

(Rs. in Lacs)

Particulars	As At 31/03/2024		As At 31/03/2023	
	Current	Non-current	Current	Non-current
Gratuity	-	(0.35)	-	6.92
Bonus	3.53	-	8.46	-
Leave Encashment	-	-	-	6.24
<b>Total Provision for Employee Benefits</b>	<b>3.53</b>	<b>(0.35)</b>	<b>8.46</b>	<b>13.15</b>

**(b) Long term employee benefit obligations**

**Compensated absences**

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur-12 months Not assessed.

# HIPOLIN LIMITED

## (c) Post employment obligations

### Defined benefit plans

#### Gratuity

The company provides for gratuity for employees as per the Payment of Gratuity Act, 1972 and as per Company policy. The amount of gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan. The scheme is funded with Life Insurance Corporation in the form of a qualifying insurance policy.

#### Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, and ESI which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to statement of profit and loss as they accrue.

The expense recognised during the period towards defined contribution plan are :

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Employer's Contribution to Provident Fund	5.02	6.62
Employer's Contribution to Employee State Insurance	0.86	0.79
	<b>5.88</b>	<b>7.41</b>

### Balance sheet amount (Gratuity)

(All AMT IN RS. 000 OMMITTED)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
As at April 01, 2022	15.76	12.49	
Current service cost	2.17		
Interest expense/(income)	1.06	0.91	
<b>Total amount recognised in statement of profit and loss</b>	<b>3.24</b>	<b>0.91</b>	<b>2.33</b>
<b>Remeasurements</b>			
Return on plan assets, excluding amount included in interest expense/(income)	-	-0.4	
(Gain )/loss from change in demographic assumptions	-	-	
(Gain )/loss from change in financial assumptions	0.66	-	
Experience (gains)/losses	-0.75	-	
<b>Total amount recognised in other comprehensive income</b>	<b>-0.08</b>	<b>-0.4</b>	<b>0.32</b>
Employer contributions	-	1.9	
Benefit payments	-	-	
<b>As at March 31, 2023</b>	<b>18.91</b>	<b>14.91</b>	<b>4.01</b>

Particulars	Present value of obligation	Fair value of plan assets	Net amount
As at March 31, 2023	18.91	14.91	
Current service cost	2.33		
Past Service Cost	-		
Interest expense/(income)	1.23	1.02	
<b>Total amount recognised in statement of profit and loss</b>	<b>3.56</b>	<b>1.02</b>	<b>2.54</b>
<b>Remeasurements</b>			
Return on plan assets, excluding amount included in interest expense/(income)	-	-0.41	
(Gain )/loss from change in demographic assumptions	-	-	
(Gain )/loss from change in financial assumptions	0.02	-	
Experience (gains)/losses	-0.16	-	
<b>Total amount recognised in other comprehensive income</b>	<b>-0.14</b>	<b>-0.41</b>	<b>0.27</b>
Employer contributions	-	7.17	
Benefit payments	-15.9	-15.9	
<b>As at March 31, 2024</b>	<b>6.43</b>	<b>6.78</b>	<b>-0.35</b>



## ANNUAL REPORT 2023-2024

The net liability disclosed above relates to funded and unfunded plans are as follows:

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Fair value of plan assets	6.78	14.91
Present value of funded obligations	6.43	18.91
<b>Surplus/(Deficit) of gratuity plan</b>	<b>0.35</b>	<b>(4.01)</b>

**Categories of plan assets are as follows:**

Particulars	As At 31/03/2024	As At 31/03/2023
Insurer managed funds	6.78	14.91
<b>Total</b>	<b>6.78</b>	<b>14.91</b>

### Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	As At 31/03/2024	As At 31/03/2023
Discount Rate	7.20%	7.30%
Salary growth Rate	7.00%	7.00%
Withdrawal Rate	20.00%	20.00%

### Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

PARTICULARS	Impact on defined benefit obligation					
	Change in assumptions		Increase in assumptions		Decrease in assumptions	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Discount Rate	0.40%	0.40%	6.31	18.62	6.55	19.21
Salary growth Rate	0.00%	0.00%	6.55	19.20	6.32	18.63
Withdrawal Rate	18.00%	18.00%	6.37	18.92	6.49	18.90

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis are not comparable as the data for earlier period is not available.

### Risk exposure:

- i Investment Risk: For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.
- ii Liquidity Risk: Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign / retire from the company there can be strain on the cash flows.
- iii Market Risk: Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.
- iv Legislative Risk: Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

# HIPOLIN LIMITED

## Defined benefit liability and employer contributions

The weighted average duration of the defined benefit obligation is 3.75 years.

## INCOME

### Note - 22 REVENUE FROM OPERATIONS

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>(a) Sale of Product</b>		
Manufactured Goods - Domestic	1,807.76	1,393.73
- Exports	-	-
	1,807.76	1,393.73
	1,807.76	1,393.73
<b>(b) Sales/Resales Trading</b>	165.36	161.85
<b>Total</b>	<b>1,973.12</b>	<b>1,555.58</b>

### Note - 23 OTHER INCOME

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Dividend Income : Share/Mutual Funds	0.71	0.71
Discount & Kasar	0.88	0.57
Round Off	0.00	-
Fixed deposit Interest	17.40	18.25
Interest on I.T. Refund	0.34	0.03
Other Misc Income	-	0.31
Interest on Bonds	29.07	19.80
<b>Total</b>	<b>48.39</b>	<b>39.66</b>

## EXPENSES

### Note - 24 Raw Material Consumed

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>Raw Material</b>		
Opening	42.18	17.78
Add: Purchase	1,076.75	948.37
Less : Closing Stock	(43.00)	(42.18)
	<b>1,075.93</b>	<b>923.96</b>
<b>Packing Material</b>		
Opening	22.59	11.46
Add: Purchase	274.32	180.53
Less : Closing Stock	(34.20)	(22.59)
	<b>262.71</b>	<b>169.40</b>
<b>Total</b>	<b>1,338.64</b>	<b>1,093.36</b>

### Note - 25 PURCHASE OF STOCK IN TRADE

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
PURCHASE OF TRADED GOODS	123.62	114.84
<b>TOTAL</b>	<b>123.62</b>	<b>114.84</b>

**Note - 26 CHANGES IN STOCK OF FINISHED GOODS,  
WORK IN PROGRESS AND STOCK IN TRADE**

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>Opening balances</b>		
(a) Work-in progress		-
(b) Finished and semi finished goods	43.60	21.63
(c) Stock in trade	1.55	0.49
<b>Total opening balances</b>	<b>45.15</b>	<b>22.12</b>
<b>(Less) Closing balances:</b>		
(a) Work-in progress	-	-
(b) Finished and semi finished goods	46.46	43.60
(c) Stock in trade	1.13	1.55
<b>Total closing balances</b>	<b>47.58</b>	<b>45.15</b>
<b>Total Change in Inventories of Work in Progress, Stock in Trade &amp; Finished good</b>	<b>(2.43)</b>	<b>(23.03)</b>

**Note - 27 Employee benefit expenses**

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Salaries, wages and bonus	159.42	123.86
Contribution to provident and other funds	11.95	20.89
Staff welfare expenses	0.26	2.17
<b>Total</b>	<b>171.63</b>	<b>146.93</b>

**Note - 28 Finance Costs**

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>Interest expenses on:-</b>		
- Other Interest	8.80	5.19
- Late payment of statutory dues	0.01	-
<b>Total</b>	<b>8.81</b>	<b>5.19</b>

# HIPOLIN LIMITED

## Note - 29 Other expenses

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Stores and Spares Consumed	4.13	2.78
Factory Exps	10.64	7.63
Carraige Inward	1.18	1.30
Power, fuel and water charges	13.89	11.31
Repairs and Maintenance :-		
- Plant and machinery	6.62	4.26
- Building maintenance	0.07	1.18
- Others	0.90	0.33
Laboratory Exps	2.69	0.22
Labour Charges	99.63	74.27
Rents, Rates and taxes	45.46	43.91
Insurance cost	0.46	1.01
Travelling and Conveyance	33.91	20.56
Commission and Brokerage	-	2.00
Legal and professional fees	4.40	4.37
Advertisement & Selling expenses	204.53	134.43
Payment to Auditors	1.85	1.90
Office & other administrative expenses	22.64	19.56
Director Sitting Fees	0.08	0.24
Director Remuneration	7.51	12.24
Bank Charges	0.01	0.00
<b>Total</b>	<b>460.59</b>	<b>343.52</b>

## Note - 30 Determination Of Profit & Capital For Computation of EPS:

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
Profit / (losses) for the year After Tax	(88.61)	762.73
No. of Equity Shares of Rs. 10 each		
Basic	31,31,300	31,31,300
Add: Effect of dilutive issue		
Diluted	31,31,300	31,31,300
Earning per shares in Rs.		
<b>(a) Basic</b>	<b>-2.83</b>	<b>24.36</b>
<b>(b) Diluted</b>	<b>-2.83</b>	<b>24.36</b>

**Note - 31 Fair value measurements  
Financial instruments by category**

(Rs. in Lacs)

PARTICULARS	As at March 31, 2024			As at March 31, 2023		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
<b>Financial assets</b>						
Investment in Equity Instruments	-	-	328.08	-	-	348.26
Security Deposits	-	-	13.29	-	-	2.86
Margin Money Deposits	-	-	-	-	-	-
Trade Receivables	-	-	358.93	-	-	199.98
Cash and cash equivalents	-	-	16.36	-	-	10.06
Bank balances other than cash and cash equivalents above	-	-	-	-	-	26.00
Loans to Employees	-	-	-	-	-	0.56
<b>Total financial assets</b>	-	-	<b>716.65</b>	-	-	<b>587.72</b>
<b>Financial liabilities</b>						
Borrowings	-	-	208.22	-	-	76.39
Trade payables	-	-	227.35	-	-	120.21
Unclaimed dividends	-	-	-	-	-	-
Creditors for Capital Goods	-	-	-	-	-	-
Employee benefit payable	-	-	27.19	-	-	8.46
<b>Total financial liabilities</b>	-	-	<b>462.77</b>	-	-	<b>205.07</b>

**Fair value hierarchy**

All financial instruments have been measured at amortised cost. For all financial instruments referred above that have been measured at amortised cost, their carrying values are reasonable approximations of their fair values. The fair value of financial instruments as referred to in note above have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurements) and lowest priority to unobservable inputs (level 3 measurements). All financial instruments referred above have been classified as Level 3.

The categories used are as follows :

**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 maximise the use of observable market data and rely as little as possible on entity-specific estimates. Considering that all significant inputs required to fair value such instruments are observable, these are 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.

**Valuation technique used to determine fair value**

The fair value of the financial instruments is determined using discounted cash flow analysis.

**Valuation processes**

The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO). Discussions of valuation process and results are held between the CFO and the valuation team at least once in three months, in line with the company's quarterly reporting period. Changes in the fair value are analysed at the end of each reporting period during the quarterly valuation discussion between the CFO and the valuation team.

**Fair value of financial assets/liabilities measured at amortised cost**

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, investments, margin money deposits, loans to employees, security deposits, trade payables, capital creditors, interest accrued but not due on borrowings, unclaimed dividends, employee benefit payable and other deposits are considered to be as their fair values, due to their current nature.

The fair values of borrowings have been calculated based on cash flows discounted using a current lending rate. They are classified as level 3 in the hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

For Level 3 financial instruments, the fair value has been based on present values and the discount rates used, are adjusted for counterparty or own risk.

# HIPOLIN LIMITED

## 32 Financial risk management

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has constituted a Risk Management framework, through which management develops and monitors the Company's risk management policies. The key risks and mitigating actions are also placed before the Board of directors of the Company. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and to control and monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

"The Risk Management framework of the Company is supported by the Finance team and experts of respective business divisions that provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The activities are designed to:

- protect the Company's financial results and position from financial risks
- maintain market risks within acceptable parameters, while optimising returns; and
- protect the Company's financial investments, while maximising returns.

The Treasury department provides funding and foreign exchange management services for the Company's operations. In addition to guidelines and exposure limits, a system of authorities and extensive independent reporting covers all major areas of treasury's activity. "

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

### (A) Management of Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations.

#### Cash and cash equivalents & bank balances

The Company is also exposed to credit risk on cash and cash equivalents and bank balances other than cash and cash equivalents. These balances (other than cash on hand) are with high credit rating banks which are governed by Reserve Bank of India. The company believes its credit risk in such bank balances is immaterial.

#### Security deposits and other receivables

With respect to other financial assets namely security and other deposits and other receivables, the maximum exposure to credit risk is the carrying amount of these classes of financial assets presented in the balance sheet. These are actively monitored and confirmed by the treasury department of the Company.

#### Trade receivables

The Company measures the expected credit loss of trade receivables from customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends which is very negligible.

Ageing	0-90 days	091-180 days	181-360 days	More than 360 days	Total
Gross carrying amount	358.60	-	-	0.33	358.93
Expected loss rate	-	-	-	-	-
Expected credit losses (Loss allowance provision)	-	-	-	-	-
<b>Carrying amount of trade receivables (net of impairment)</b>	<b>358.60</b>	<b>-</b>	<b>-</b>	<b>0.33</b>	<b>358.93</b>

Based on the historical data, loss on collection of receivable as at March 31, 2024 and as at April 01, 2023 is not material hence no provision considered.

### (B) Management of Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

"The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions. Material and sustained shortfall in cash flow could undermine the company's credit rating and impair investor confidence.

The company maintained a cautious funding strategy, with a positive cash generation from operating activities throughout the year ended March 31, 2024, March 31, 2023 . Cash flow from operating activities provides the funds to service the financing of financial liabilities on a day-to-day basis."

## Financing Arrangement

The Company has access to the following undrawn borrowing facilities at the end of the reporting period.

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>Floating rate</b>		
Expiring within one year	-	-

## Maturities of financial liabilities

The following table shows the maturity analysis of the company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance sheet date:

(Rs. in Lacs)

Contractual maturities of financial liabilities As at March 31, 2024	Note	Carrying amount	Less than 12 months	More than 12 months	Total
Borrowings	18	208.22	208.22	-	208.22
Trade payables	19	227.35	227.35	-	227.35
Unclaimed dividends	-	-	-	-	-
Creditors for Capital Goods	-	-	-	-	-
Employee benefit payable	21	27.19	27.19	-	27.19
<b>Total liabilities</b>		<b>462.77</b>	<b>462.77</b>	<b>-</b>	<b>462.77</b>

Contractual maturities of financial liabilities As at March 31, 2023	Note	Carrying amount	Less than 12 months	More than 12 months	Total
Borrowings	18	76.39	76.39	-	76.39
Trade payables	19	120.21	120.21	-	120.21
Unclaimed dividends	-	-	-	-	-
Creditors for Capital Goods	-	-	-	-	-
Employee benefit payable	21	8.46	8.46	-	8.46
<b>Total liabilities</b>		<b>205.06</b>	<b>205.06</b>	<b>-</b>	<b>205.06</b>

## (C) Management of Market Risk

Market risk comprises of foreign currency risk and interest rate risk. Foreign currency risk arises from transactions that are undertaken in a currency other than the functional currency of the company. Further, the financial performance and financial position of the company is exposed to foreign currency risk that arises on outstanding receivable and payable balances at a reporting year end date. Interest rate risk arises from variable rate borrowings that expose the company's financial performance, financial position and cash flows to the movement in market rates of interest.

## (D) Interest rate risk

The Company is mainly exposed to interest rate risk due to its variable interest rate borrowings. The interest rate risk arises due to uncertainties about the future market interest rate of these borrowings. The Company mitigates the interest rate risk for borrowing in functional currency, which is linked with MCLR, by negotiating and fixing the rate at the time of renewal of bank facility which remains effective for one year from the date of renewal. In case of borrowing in foreign currency, which is linked with Libor rate, the company mitigates the risk by fixing the margin at the time of renewal of bank facility which remains effective for one year from the date of renewal.

The Company has various non current and current borrowings whose facilities are on a variable interest rate basis. Refer below table for interest rate exposure.

## Interest Rate Exposure

The exposure of Company's borrowings to interest rate changes at the end of the reporting period are as follows:

(Rs. in Lacs)

Particulars	As At 31/03/2024	As At 31/03/2023
Variable Rate Borrowings	208.22	76.39

# HIPOLIN LIMITED

## Note : 33 Capital management

### (a) Risk management

The Company considers the Networth of its Balance Sheet as managed capital:

net worth" means the aggregate value of the paid-up share capital and all reserves created out of the profits , securities premium account and debit or credit balance of profit and loss account, , after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to day needs. The Company consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, reduce capital or issue new shares."

Consistent with others in the industry, the company monitors capital on the basis of the following gearing ratios: debts (Total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the Balance Sheet)

The gearing ratios were as follows:

Particulars	As At 31/03/2024	As At 31/03/2023
Net Debts	208.22	76.39
Total Equity	1,142.06	1,230.94
Net Debt to Equity Ratio	0.18	0.06

"The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The management monitors the return on capital as well as the level of dividends to shareholders. The Company's goal is to continue to be able to provide return to shareholders by continuing to distribute dividends in future periods. Refer the below note for the final dividend declared and paid."

## Note : 34 Related party disclosures

### Relationships

#### Key Management Personnel:

Shri Prafulla Gattani  
Shri Rumit B Shah  
Shri Shailesh J Shah  
Shri Daxesh B Shah  
Shri Samir Rohitbhai Shah  
Ms Anjali maheshwari

#### Relative of Key Managerial Personnel:

Shri Rumit B Shah  
Shri Apurva S Shah  
Smt. Daxaben S Shah  
Shri Shailesh J Shah  
Shri Subhash J Shah  
shri Daxesh B Shah  
Smt Purvi Daxesh Shah  
Smt Arunaben B Shah  
Smt Jyotiben J Shah  
Shri Jaykumar J Shah  
Smt Naiya Shaileshkumar Sheth  
Smt. Mayuriben S Shah  
Smt Rima Jilankumar Bhimani



## ANNUAL REPORT 2023-2024

The nature and volume of transactions carried out and balances with related parties in the ordinary course of business are as follows:

### Transactions

(Rs. in Lacs)

Name of the related party	Nature of the relationship	Year ended on 31 March 2024	Year ended on 31 March 2023
<b>(i) Remuneration</b>			
Shri Rumit B Shah	Key Managerial Personnel	3.89	12.24
shri Daxesh B Shah	Relative of Key Managerial Personnel	3.62	12.24
Shri Apurva S Shah	Relative of Key Managerial Personnel	-	12.24
<b>Total</b>		<b>7.51</b>	<b>36.72</b>
<b>(ii) Sitting Fees</b>			
Ajaybhai R Gandhi		0.03	0.11
Umeshbhai P Mehta		0.02	0.06
Nitaben Shah		0.03	0.08
<b>Total</b>		<b>0.08</b>	<b>0.24</b>

### (ii) Investments in Shares of Jayantilal Bhogilal Chemicals Pvt. Ltd.

(Rs. in Lacs)

Name of the related party	Nature of the relationship	Year ended on 31 March 2024	Year ended on 31 March 2023
Shri Shailesh J Shah	Key Managerial Personnel		4.44
Shri Jaykumar J Shah	Relative of Key Managerial Personnel		8.00
Shri Rumit B Shah	Key Managerial Personnel		16.04
Shri Subhash J Shah	Relative of Key Managerial Personnel		8.00
shri Daxesh B Shah	Key Managerial Personnel		8.00
Smt Purvi Daxesh Shah	Relative of Key Managerial Personnel		4.00
Smt Jyotiben J Shah	Relative of Key Managerial Personnel		8.00
Smt Naiya Shaileshkumar Sheth	Relative of Key Managerial Personnel		4.00
Smt. Mayuriben S Shah	Relative of Key Managerial Personnel		4.44
Shri Apurva S Shah	Relative of Key Managerial Personnel		4.44
Smt. Daxaben S Shah	Relative of Key Managerial Personnel		8.00
Smt Rima Jilankumar Bhimani	Relative of Key Managerial Personnel		2.67
<b>Total</b>			<b>80.00</b>

### Terms and Conditions

1) Transactions with related parties are at normal commercial terms.

# HIPOLIN LIMITED

## Note - 35 Contingent Liabilities

(Rs. in Lacs)

Particulars	Year ended on 31 March 2024	Year ended on 31 March 2023
In respect of disputed Income Tax matter	-	-

## Note - 36 Segment Reporting:

The company has only one reportable Business Segment i.e. Detergent Powder & Cake as Primary Segment.

Ratios	Numerator	Denominator	Current Reporting Period	Previous reporting period	% of Change
Debt Equity Ratio	Debt Capital	Shareholder's Equity	0.18	0.06	0.12
Debt Service coverage ratio	EBITDA-CAPEX	Debt Service (Int+Principal)	-0.38	-1.15	0.77
Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	-0.07	0.90	-0.97
Inventory Turnover Ratio	COGS	Average Inventory	12.44	14.70	-2.26
Trade Receivables turnover ratio	Net Sales	Average trade receivables	7.06	604.51	-597.45
Net capital turnover ratio	Sales	Working capital (CA-CL)	63.31	12.40	50.91
Net profit ratio	Net Profit	Sales	-0.05	0.49	-0.54
Return on Capital employed	Earnings before interest and tax	Capital Employed	-0.07	-0.07	0.00
Return on investment	Net Profit	Investment	NA	NA	NA
Current Ratio	Current Assets	Current Liabilities	1.06	1.52	-0.45

## Note : 38 ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE-III

- The Company does not have any benami property where any proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and rules made thereunder.
- The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiary) or
  - provide any guarantee, security or the like to or on behalf of the ultimate beneficiary.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
  - 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.
- The Company does not have any 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).
- The Company has not traded or invested in crypto currency or virtual currency during the year under review.
- There are no charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.
- The Company has no transactions with the Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- The company has no foreign exchange earnings and out go during the year.

# ANNUAL REPORT 2023-2024

The Accompanying Notes are an Integral Part of Financial Statement.  
As per our report of even date attached

**For S D P M & Co.**  
Chartered Accountants  
Firm Registration No.: 126741W

Sd/-  
**Sunil Dad**  
PARTNER  
Membership No.: 120702  
UDIN: 24120702BKHIFC8131  
**Date : 08/05/2024**  
**Place: Ahmedabad**

## FOR & ON BEHALF OF THE BOARD

Sd/-  
**Prafulla Gattani**  
Managing Director  
DIN : 00147844  
Sd/-  
**Rumit Shah**  
Chief Financial Officer  
PAN: AFGPS3296D

**Date : 08/05/2024**  
**Place : Ahmedabad**

Sd/-  
**Daxesh Shah**  
Director  
DIN:00325284  
Sd/-  
**Anjali Maheshwari**  
Company Secretary  
PAN: AVQPM4709B



# Hipolin Limited

**CORPORATE OFFICE :**

"MADHUBAN". 4TH FLOOR, ELLISBRIDGE, AHMEDABAD - 380 006.  
PHONE : (079) 26447730 • MOBILE : 9824507730  
E - mail : hipolin@hipolin.com

**ADDENDUM TO THE NOTICE OF 31<sup>st</sup> ANNUAL  
GENERAL MEETING OF THE COMPANY**

Addendum to the Notice dated September, 07, 2024 convening the Thirty First Annual General Meeting of the Company scheduled to be held on Monday, September, 30, 2024 at 03:00 pm (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"):

Notice is hereby given pursuant to the provisions of Section 160 of the Companies Act, 2013 ('Act') read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, of the intention of a member signifying candidature of a person for the office of Director of the Company. Accordingly, the following item of business is altered in the aforesaid Notice as Item No. 2 as ordinary Business and this addendum shall be deemed to be an integral part of the original Notice dated 7<sup>th</sup> September, 2024 and the notes provided therein. Attention of the shareholders is specifically drawn to the attached resolution and brief explanation background of the proposal and the stand of Nomination and Remuneration Committee as well as Board of Directors of the Company thereon.

**ORDINARY BUSINESS:**

**2. To appoint Mr. Prafulla Gattani, Managing Director of the Company who retires by rotation and being eligible, offers himself for re-appointment as Managing Director and in this regard, pass the following resolution as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to provisions of Section 152 of the Companies Act, 2013, Mr. Prafulla Gattani (Din: 00147844) who retires by rotation at this meeting and being eligible has offered himself for re- appointment, be and is hereby re- appointed as a Managing Director of the Company, liable to retire by rotation." – Power to board to decide the terms and conditions

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, any Director of the company, be and is hereby authorized to do all such acts, deeds, filings, matters and things and execute all such deeds, documents, instruments and writings as may be required in this matter.

**HIPOLIN LIMITED**

**CIN: L24240GJ1994PLC021719**

**By Order of the Board**

**For, Hipolin Limited**

**Date: 9th September 2024**

**Registered Office:**

**Survey No. 2/2, Paiki, Mouje Behind  
Safe Express Logistic, Changodar,  
Sanand Ahmedabad 382213**

**Sd/-**

**Anjali Maheshwari  
ACS No.- 30864**

**Company Secretary & Compliance  
Officer**

**REGD.OFFICE :**

Survey No. 2/2, Behind Safeexpress Logistic, Changodar, Dist. Ahmedabad 382213  
CIN: L24240GJ1994PLC021719 • GST: 24AAACH3876J1ZG



# Hipolin Limited

**CORPORATE OFFICE :**

"MADHUBAN". 4TH FLOOR, ELLISBRIDGE, AHMEDABAD - 380 006.  
PHONE : (079) 26447730 • MOBILE : 9824507730  
E - mail : hipolin@hipolin.com

**Notes:**

1. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection by the members on all working days during normal business hours upto the date of AGM.
2. This addendum to the Notice of AGM is available on the website of the Company at [hipolin@hipolin.com](mailto:hipolin@hipolin.com) and website of NSDL at [www.evotingindia.com](http://www.evotingindia.com).
3. All the processes, notes and instructions relating to attending AGM through VC / OAVM and e- voting set out for and applicable for the ensuing 45<sup>th</sup> AGM shall *mutatis-mutandis* apply to attending AGM through VC / OAVM and e-voting for the resolution proposed in this Addendum to the Notice of AGM. Furthermore, the Scrutinizers appointed for the ensuing 31<sup>st</sup> AGM will act as Scrutinizers for the Addendum to the Notice of 31<sup>st</sup> AGM

<b>Name of the Director</b>	<b>Mr. Prafulla Gattani,</b>
Director Identification Number (DIN)	00147844
Date of Birth	03/10/1967
Date of Appointment/ Re-appointment	11/09/2023
Qualifications	Master of Business Administration
Number of the Meetings of the Board attended during the year 2023-24	2 out of 2
Brief resume of the Director including nature of expertise in specific functional areas	Mr. prafulla Gattani qualified Bachelors of Commerce and Completed his Master of Business Administration. He is having wide experience in business Management activity
No. of Shares held in the Company	NIL
Inter-se Relationships between Directors	NA
Terms and Conditions of Appointment	As per Remuneration and Nomination Policy of the Company as displayed on the Company's Website viz. <a href="http://www.hipolin.com">http://www.hipolin.com</a>

**REGD.OFFICE :**

Survey No. 2/2, Behind Safeexpress Logistic, Changodar, Dist. Ahmedabad 382213  
CIN: L24240GJ1994PLCO21719 • GST: 24AAACH3876J1ZG