



National Oxygen Limited

(An ISO 9001 : 2015 Company)

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Regd. Office : S-1, 2nd Floor, Alsa Mall, New No.4 Old No. 149, Montieth Road, Egmore, Chennai - 600 008.
Ph : (044) 2852 0096 / 97 / 98 Fax : (044) 2852 0095 E-mail : sales@nolgroup.com, contact@nolgroup.com
CIN No: L24111TN1974PLC006819

To

22-08-2024

The General Manager,
Department of Corporate Services,
M/s. BSE Limited,
Phiroze Jeejeebhoy Towers
25th Floor, Dalai Street
Mumbai - 400 001

Scrip Code: 507813

Respected Sir,

Sub: Submission of Annual Report of the 49th Annual General Meeting for FY 2023-24 to be held on 16th September 2024-Regulation 34 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

In pursuance with Regulation 34 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find the enclosed Annual Report of the 49th Annual General Meeting for the FY-2023-24 to be held on 16th September, 2024 at 11.30 A.M. through Video Conferencing facility which does not require physical presence of Members of a common venue.

The E-voting period begins from 13th September 2024 to 15th September 2024
Cut-off date will be 09th September 2024 and
The Closure of book will be from 10th September 2024 to 16th September 2024

Thanking You,

Yours faithfully,
For National Oxygen Limited

Rajesh Kumar Saraf
Managing Director
DIN: 00007353

Breathing Life Into Industry

- Factory 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.
Ph : (0413) 2640448 Fax : (0413) - 2640181 E-mail : nolponddy@nolgroup.com
- Factory 2 : Trichy - Pudukottai Road, Mathur - 622 515. Pudukottai District.
Mobile : 99400 82462 E-mail : noltrichy@nolgroup.com
- Factory 3 : R-5, Sipcot Industrial Growth Centre, Perundurai, Erode - 638 052, Tamilnadu,
Ph : (04294) 234145 E-mail : nolperundurai@nolgroup.com

NATIONAL OXYGEN LIMITED



49th ANNUAL REPORT

2023 - 2024

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CORPORATE INFORMATION
BOARD OF DIRECTORS

Shri Rajeshkumar Saraf	Managing Director
Shri Gajanand Saraf	Whole time Director
Smt Sarita Saraf	Director
Shri Shanmugavadivel Siva	Independent Director
Smt Mona Milan Parekh	Independent Director
Shri Amit Kumar Agarwal	Independent Director
Shri P Ramalinga Srinivasan	Chief Financial Officer
Shri Akhil Paliwal	Company Secretary

AUDIT COMMITTEE

Shri Shanmugavadivel Siva	Independent Director (Chairman)
Smt Mona Milan Parekh	Independent Director (Member)
Smt Sarita Saraf	Independent Director (Member)

STAKEHOLDERS RELATIONSHIP COMMITTEE

Shri Shanmugavadivel Siva	Independent Director (Chairman)
Shri Gajanand Saraf	Whole Time Director (Member)
Smt Mona Milan Parekh	Independent Director (Member)

NOMINATION AND REMUNERATION COMMITTEE

Shri Shanmugavadivel Siva	Independent Director (Chairman)
Smt Mona Milan Parekh	Independent Director (Member)
Shri Amit Kumar Agarwal	Independent Director (Member)

STATUTORY AUDITOR

M/S. PSDY & Associates,
Chartered Accountants
No.38/28, Shakthi Apartments,
College Road, Nungambakkam,
Chennai - 600006

SECRETARIAL AUDITOR

M/s. Lakshmmi Subramanian & sociates
Murugesu Naicker Office Complex,
No. 81, Greams Road,
Chennai - 600006.

Internal Auditors

R. Bala Subramanian
Chartered Accountant
Road, No. 2 Sairam Street
S. I. S. I Colony (Extn),
Ullagaram,
Chennai - 600091.

Principal Banker:

HDFC Bank Limited
"A wing" 8th Floor "Phase 3",
Spencer Plaza, No.769, Anna Salai
Chennai - 600002

Registrars & Share Transfer Agents

M/s. Cameo Corporate Services

Limited Subramanian Building

No. 1, Club House

Road, Chennai -

600002

Phone: 044-28460390

Email: cameo@cameoindia.com

Stock Exchanges Where Company's Securities are listed

BSE Limited

Registered Office, ADM Office

Door no. S-1, Alsa Mall, No.4, (Old

No.149) Montieth road,

Egmore, Chennai-600008

Email: contact@nolgroup.com

Website: www.nolgroup.com

Investor Relations Email ID: grievanceredressal@nolgroup.com

Contact Number: 044 - 28520096

Corporate Identity Number: L24111TN1974PLC006819

NOTICE IS HEREBY GIVEN THAT THE 49TH ANNUAL GENERAL MEETING (AGM) OF NATIONAL OXYGEN LIMITED (THE COMPANY) WILL BE HELD ON MONDAY, 16TH DAY OF SEPTEMBER 2024 THROUGH VIDEO CONFERENCE (VC) OR OTHER AUDIO VISUAL MEANS (OAVM) AT 11.30 A.M TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Financial Statements along with the Balance Sheet, Profit/Loss A/C & Cash Flow Statement of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors' thereon.
- 2) To appoint a Director in place of Mr. Rajesh Kumar Saraf (having DIN: 00007353) who retires from office by rotation and being eligible offers himself for re-appointment as a Director.

SPECIAL BUSINESS:

3) TO APPROVE RE-APPOINTMENT OF MR. AMIT KUMAR AGARWAL (DIN: 08723241) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16, 17(1A), 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) [including any statutory amendment(s), modification(s) or re-enactment thereof for the time being in force] and the enabling provisions of the Articles of Association of the Company and on the basis of the recommendations of the Nomination and Remuneration Committee and subject to such approvals, consents and permissions as may be necessary, Mr. Amit Kumar Agarwal (DIN: 08723241) who was appointed as an Independent Director of the Company up to March 15, 2025, eligible of being re-appointed as an Independent Director and has submitted a declaration that he meets the criteria of independence as provided under the provisions of Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of up to 5 (Five) consecutive years with effect from March 16, 2025.

RESOLVED FURTHER THAT the Board of Directors (including Nomination and Remuneration Committee) of the Company, be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to the aforesaid resolution and to deal with all matters connected therewith or incidental thereto without seeking any further approval of the Members of the Company.”

**By and on behalf of the Board
For National Oxygen Limited**

**Sd/-
Rajesh Kumar Saraf
Managing Director
DIN: 00007353**

**Sd/-
Gajanand Saraf
Whole Time Director
DIN: 00007320**

**Place: Chennai
Date: 13-08-2024**

Notes:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020; 02/2021 dated 13th January, 2021; 03/2022 dated 05th May, 2022, 10/2022 dated 28th December, 2022, 9/2023 dated 25th September 2023 and any amendment/ modification thereof issued by MCA and read with the Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated 05th January, 2023 (hereinafter referred to as “Circulars”), and in compliance with the provisions of the Companies Act, 2013 (“Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 (“Listing Regulations”) permitted the holding of the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue.

2. Accordingly, in compliance with the provisions of the Act read with the Circulars, the AGM of the Company is being held through VC /OAVM only. Further, in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Guidance/Clarification dated 15th April, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

3. Since this AGM is being held pursuant to the Circulars through VC/OAVM, physical attendance of 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.

4. In compliance with the aforesaid MCA Circulars and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, the Annual Report for the financial year 2023-24 including Notice of the 49th AGM of the Company, inter alia, indicating the process and manner of e-voting is being sent by Email, to all the Members whose Email IDs are registered with the Company/Registrar and Share Transfer Agent or with the respective Depository Participant(s) for communication purposes to the Members and to all other persons so entitled and the same will also be available on the website of the Company at www.nolgroup.com and can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com

5. The SEBI has mandated the submission of the Permanent Account Number (“PAN”) by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are requested to submit their PAN details to the Company’s share transfer agent, M/s. Cameo Corporate Services Limited.

6. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their DP to enable servicing of notices/ documents/ reports and other communications electronically to their e-mail address in future.

7. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In compliance with the provisions of Sections 108 and other applicable provisions of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is offering only e-voting facility to all the Members of the Company and the business will be transacted only through the electronic voting system. The Company has engaged the services of M/s. Cameo Corporate Services Limited for facilitating e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting are deemed to have been passed as if they have been passed at the AGM.
9. In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 01st April 2019 except in case of transmission or transposition of securities. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant.
10. Members are provided with the facility for voting through Voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already casted their vote by remote e-voting, are eligible to exercise their right to vote at the AGM.
11. Members who have already casted their vote by remote e-voting prior to the AGM will be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already casted the vote through remote e-voting.
12. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday , 10th of September 2024 to Monday , 16th of September 2024 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable clauses of the SEBI (Listing Obligations and Disclosures Requirements Regulations) 2015.
13. The Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date on Monday, 09th of September 2024 may cast their vote by remote e-voting. The remote e-voting period commences on Friday, 13th September 2024 at 09:00 A.M. (IST) and ends on Sunday, 15th of September 2024 at 05:00 P.M. (IST). Once the vote on a resolution is casted by the Member, the Member shall not be allowed to change it subsequently.
14. The Explanatory Statement as required under Section 102(1) of the Act relating to the Special Business to be transacted at the AGM is annexed hereto and forms part of this notice.
15. Facility of joining the AGM through VC/OAVM shall open 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 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.
16. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. 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/OAVM portal/e-voting portal.

17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM.

18. All documents referred to in the Notice and Explanatory Statement will also be available for electronic inspection, during business hours, without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to the Company. Members seeking any information with regard to the accounts or any matter to be considered at the AGM, are requested to write to the Company by sending e-mail on contact@nolgroup.com. The same will be replied by the Company suitably.

19. Members holding shares in demat form are hereby informed to ensure that updated bank particulars be registered with their respective Depository Participants, with whom they maintain their demat accounts. The Company or its Registrar and Transfer Agent (RTA) cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate immediately to their Depository Participants.

20. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Cameo Corporate Services Limited, Registrar and Transfer Agent of the Company or Investor Relations Department of the Company immediately by sending a request on email at grievanceredressal@nolgroup.com.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

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

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

- (i) The voting period begins on Friday, 13th September 2024 at 09:00 A.M. (IST) and ends on Sunday, 15th of September 2024 at 05:00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of on Monday, 09th of September 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where 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 of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page or click</p>

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

Depository Participant s	period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
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 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 Physical shareholders and other than individual shareholders holding shares in Demat.
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 Depository Participant are requested to use the sequence number sent by RTA or contact RTA.

Dividend Bank Details or Date of Birth (DOB)	<p>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.</p> <p>If both the details are not recorded with the depository, please enter the member id/folio number in the Dividend Bank details field.</p>
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- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant National Oxygen Limited on which you choose to vote.
- x. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. **Additional Facility for Non - Individual Shareholders and Custodians - For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com 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.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to 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.

- 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 their email address, 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 ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 Aadhaar Card) by Murali@cameoindia.com.
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.

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

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

xvii The Company has appointed Smt. Lakshmi Subramanian, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast and she has communicated her willingness to be appointed.

The Scrutinizer, after scrutinising the votes cast during the AGM and through remote e-voting, will not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.nolgroup.com and CDSL website. The results shall simultaneously be communicated to the BSE Limited.

**By and on behalf of the Board
For National Oxygen Limited**

**Sd/-
Rajesh Kumar Saraf
Managing Director
DIN: 00007353**

**Sd/-
Gajanand Saraf
Whole Time Director
DIN: 00007320**

**Place: Chennai
Date: 13-08-2024**

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

ITEM NO. 3:

The Members of the Company at the 45th Annual General Meeting held on September 19, 2020, approved the appointment of Mr. Amit Kumar Agarwal (DIN: 08723241) as an Independent Director of the Company with effect from March 16th, 2020 to hold office for a term of 5 (five) consecutive years in terms of Section 149 of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Based on the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board of Directors ("Board") at its meeting held on 13th of August, 2024 after taking into consideration the performance evaluation, background, business knowledge, skills, experience and contribution made by Mr. Amit Kumar Agarwal (DIN: 08723241) during his tenure as an Independent Director, decided that the continued association of Mr. Amit Kumar Agarwal would be beneficial to the Company and it is desirable to avail his services as an Independent Director of the Company. Accordingly, the Board has approved the re-appointment of Mr. Amit Kumar Agarwal as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of up to 5 (Five) consecutive years w.e.f. March 16, 2025, subject to the approval of Members of the Company.

Mr. Amit Kumar Agarwal has confirmed that he is not disqualified to act as Independent Director in terms of Section 164 of the Act and is not debarred from holding the office of Independent Director by virtue of any SEBI order or any other such authority and is in compliance with Rule 6(1) & (2) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Company has received consent from Mr. Amit Kumar Agarwal to act as Independent Director and declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. As recommended and opined by the NRC and Board, Mr. Amit Kumar Agarwal is a person of integrity and fulfils the conditions specified under the Act read with rules made thereunder and the SEBI Listing Regulations for his re-appointment as Independent Director of the Company and is eligible & independent of the management.

Given his knowledge, acumen, expertise, experience (including the proficiency), skills, valuable contribution to the deliberations at the meetings of the Board/ Committees, the NRC and the Board are of the opinion that it would be in the interest of the Company to re-appoint Mr. Amit Kumar Agarwal as an Independent Director of the Company.

In view of the above, it is proposed to seek approval of the Members by way of special resolution for the re-appointment of Mr. Amit Kumar Agarwal as an Independent Director of the Company for a second term of up to 5 (Five) consecutive years in terms of Section 149 and other applicable provisions of the Act and Regulations 16, 17(1A) and 25 of the SEBI Listing Regulations.

Copies of the draft letter of re-appointment of Mr. Amit Kumar Agarwal as Independent Director, setting out the terms and conditions are available for inspection by the Members.

The profile/resume, area of expertise and other details of Mr. Amit Kumar Agarwal pursuant to the provisions of the SEBI Listing Regulations and the Act (including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India) are annexed and form part of this Notice.

Mr. Amit Kumar Agarwal, being appointee, is interested in the resolution set-out at Item No. 3 of this Notice.

Save and except the above, none of the other Director/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions except to the extent of their shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolutions set-out at Item Nos. 3 for approval of the Members as Special Resolutions.

Brief Profile of Mr. Amit Kumar Agarwal is furnished below:

Name of the Director	Mr. Amit Kumar Agarwal
Designation	Independent Director
Date of Birth & Age	04/10/1974 & 49
DIN	08723241
Date of re-appointment on the Board	13-08-2024
Qualifications	Bachelor of Commerce (B.Com)
Experience and Expertise	Business
Directorship in other public Companies	NIL
List of Membership / Chairmanship of Committees of other Board	Nomination and Remuneration Committee - Member.
Relationship with other directors, manager And other Key Managerial Personnel of the Company	NIL

Terms and Conditions of appointment along with details of remuneration sought to be paid and remuneration last drawn by such person as Non-executive director	Nil except payment of sitting fees
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**By and on behalf of the Board
For National Oxygen Limited**

**Sd/-
Rajesh Kumar Saraf
Managing Director
DIN: 00007353**

**Sd/-
Gajanand Saraf
Whole Time Director
DIN: 00007320**

**Place: Chennai
Date: 13-08-2024**

ANNEXURE TO THE NOTICE

Details of Directors seeking re-appointment at the AGM

[Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India]

Name of Director	Mr. Rajesh Kumar Saraf (DIN: 00007353)	Mr. Amit Kumar Agarwal (DIN: 08723241)
Date of Birth/ Age	30/07/1962 & 62	04/10/1974 & 49
Qualifications	Bachelor of Commerce (B.Com)	Bachelor of Commerce (B.Com)
Experience	32 Years in the business	Business
Terms and conditions appointment/ re- appointment	Mr. Rajesh Kumar Saraf is Managing Director of the Company, liable to retire by rotation.	Mr. Amit Kumar Agarwal is an Independent Director of the Company, not liable to retire by rotation.
Date of first appointment on the Board	30/11/1992	16/03/2020
No. of shares held in the Company (including as a beneficial owner)	10,70,081	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	S/o. Mr. Gajanand Saraf & H/o Mrs. Sarita Saraf.	Nil
No. of Board Meetings attended/ held during	8	8

Financial Year 2023-24		
Directorships held in other companies (excluding foreign companies)	7 Companies	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	Nil	Nomination and Remuneration Committee - Member.
Committee positions held in other companies	Nil	Nil
Resignation from listed entities in the past three years	Nil	Nil

**By and on behalf of the Board
For National Oxygen Limited**

**Sd/-
Rajesh Kumar Saraf
Managing Director
DIN: 00007353**

**Sd/-
Gajanand Saraf
Whole Time Director
DIN: 00007320**

**Place: Chennai
Date: 13-08-2024**

DIRECTORS 'REPORT

Dear Shareholders,

Your directors' have pleasure in presenting the 49th Annual Report on the business and operations of your company along with the Audited Financial Statements for the year ended 31st March 2024.

FINANCIAL HIGHLIGHTS

The Financial Results for the year ended 31st March, 2024.

Particulars	Standalone	
	2023 - 24 (Rs. in Lakhs)	2022 - 23 (Rs. in Lakhs)
Revenue from operations	4525.90	4711.32
Other Income	49.84	58.75
Profit/(Loss) before interest and Depreciation	174.52	426.79
Less: Interest	164.41	179.19
Less: Depreciation	333.39	326.69
Profit/(Loss) before tax	(323.28)	(79.09)
Provision for tax	0	0
Tax for earlier years	0	0
Deferred Tax	0	0
Profit / (loss) after tax	(323.28)	(79.09)
Other comprehensive Income	4.36	(15.68)
Total Comprehensive Income for the period	(318.92)	(94.76)

BUSINESS PERFORMANCE:

During the year under review, the Company has incurred a Net loss of Rs. (318.92) lakhs against a Net loss of Rs. (94.76) lakhs in the previous year.

There are adequate financial controls commensurate with the size of the organization and with reference to the financial statements; there is no change in the nature of business.

SHARE CAPITAL:

There are changes in the Paid-up Share Capital of the Company during the year ended 31st March, 2024 as mentioned below:

- The Paid up Capital of the Company has been increased to 5, 04,23,850 via Preferential issue of Equity Shares.

However there is no change in the Authorized Share Capital of the Company during the year ended 31st March, 2024.

DIVIDEND:

The Board of Directors have not recommended any dividend for the financial year 2023-24.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

There has been no loan and guarantees given or made by the Company under Section 186 of the Act, 2013 during the financial year 2023-24.

TRANSFER TO GENERAL RESERVE:

Your directors do not propose to transfer any amount to the general reserve of the company during the financial year.

DEPOSITS:

During the financial year 2023-24, your Company has not accepted any deposit under the provisions of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

Particulars of contracts or arrangements with related parties referred to Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC 2, are appended as Annexure I.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

As required under Regulation 34(2) of the SEBI Listing (Obligations and Disclosures) Requirements Regulations, the Management Discussion and Analysis Report is enclosed below.

Industry Structure and Developments

Presently the Company Manufactures industrial gasses both in liquid and gaseous form. The order book position is comfortable since the Company was able to tie up long term contracts with the customers. The plant at Pondicherry and Perundurai is also performing at its full rated capacity. The Company is working at its market front since the supply of the Companies product has increased compared to the previous year.

Opportunities and Threats:

Our Company project has resulted in high quality output which has resulted to tie up long term contracts with the customers. Our main concern is, continuous competition from other manufactures in the same line of production.

Segment wise performance:

Presently the Company has one manufacture segment to manufacture industrialgasses both in liquid and gaseous form at plants situated at Pondicherry and Perundurai. The plants situated at both places are performing at full rate capacity. The products are very useful to hospitals and industry sector. Our products are in competitive position in the market.

Risks and Concerns:

Our main concern is, continuous competitive from other manufacturers in the samelien of production by reducing the price in the market due to which the Company has to reduce the price to retain its share in the market.

RISK MANAGEMENT

Pursuant to Section 134 of the Companies Act, 2013, the Company has a risk management policy in place for identification of key risks to its business objectives, impact assessment, risk analysis, risk evaluation, risk reporting and disclosures, risk mitigation and monitoring, and integration with strategy and business planning.

The Management identifies and controls risks through a properly defined framework in terms of the aforesaid policy.

BOARD POLICIES

The Company has the following policies which are applicable as per the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 which are placed on the website of the Company www.nolgroup.com

- Code of conduct for Directors and Senior Management
- Board Diversity Policy
- Policy on determining materiality of events
- Policy on documents preservation and archival
- Terms of appointment of Independent Directors
- Policy on Related Party Transactions
- Policy on sexual harassment of women at work place (Prevention, Prohibition and redressal) Act, 2013
- Code Of Conduct for Insider Trading and Corporate Disclosure Practices
- Code Of Conduct For Board Of Directors
- Whistle Blower Policy
- Policy on Material Subsidiaries
- Policy on Code of Conduct
- Familiarization Program for Independent Directors
- Corporate Social Responsibility Policy

NOMINATION AND REMUNERATION POLICY:

Pursuant to Section 178(3) of the Companies Act, 2013, the Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the company. The policy also lays down the criteria for selection and appointment of Board Members. The policy and details of Nomination and Remuneration is available on the website of the Company at www.nolgroup.com

In accordance with the Nomination and Remuneration Policy, the Nomination and Remuneration Committee has, inter alia, the following responsibilities:

1. The Committee had formulated the criteria for determining qualifications, positive attributes, and independence of a director. and is available in the company website www.nolgroup.com

2. The Committee shall identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.

3. Recommend to the Board, appointment, and removal of Director, KMP and Senior Management Personnel.

4. The Board shall carry out evaluations of the performance of every Director, KMP and Senior Management Personnel at regular intervals (yearly).

5. The remuneration/ compensation/ commission etc. to the Managerial Personnel, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration/ compensation/ commission etc. shall be subject to the prior/ post approval of the shareholders of the Company and Central Government, wherever required.

6. Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Personnel.

7. Where any insurance is taken by the Company on behalf of its Managerial Personnel, Chief Executive Officer, Chief Financial Officer, the Company Secretary, and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

8. The Non-Executive/ Independent Director is not paid remuneration by way of fees for attending meetings of the Board or Committee thereof.

9. Commission to Non-Executive/ Independent Directors If proposed may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

AUDIT COMMITTEE RECOMMENDATION:

During the year all the recommendations of the Audit Committee were accepted by the Board. Pursuant to Section 177(8) of the Companies Act, 2013, the Composition of Audit Committee is given as under:

Composition of Audit Committee:

The Composition of the Audit Committee as on 31st March 2024 is as follows:

- Shri Shanmugavadivel Siva Independent Director (Chairman)
- Smt Mona Milan Parekh Independent Director (Member)
- Smt Sarita Saraf Independent Director (Member)

PARTICULARS OF EMPLOYEES:

There are no employees falling within the provisions of section 197 of the Companies Act, 2013 read with Rule 5(2) and 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT:

Training on all sectors is given to its employees periodically and motivated to work inline with the development of the industry. The willingness and commitment of the employees help the company to stand tall among its customer in quality and service.

INTERNAL COMPLAINTS COMMITTEE

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder. Internal Complaints Committee ("ICC") is in place for all works and offices of the Company to redress complaints received regarding sexual harassment. The policy on Prohibition Prevention & Redressal of Sexual Harassment is available on the website of the Company at www.nolgroup.com

During the Financial Year under review, no complaints with allegation of sexual harassment were filed with the ICC.

Internal Complaint Committee Members

1. Smt. Mona Milan Parekh
2. Smt. Sarita Saraf

The Committee met once in the financial year 2023-24. The Company is committed to provide a safe and conducive work environment to its employees during the financial year. Your directors state that during the financial year 2023-24, there were no cases filed pursuant to the Sexual harassment of Women at workplace (Prevention and Redressal) Act, 2013.

SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES

The Company does not have any subsidiaries, associates and joint venture companies.

COMMISSION RECEIVED BY DIRECTOR FROM HOLDING OR SUBSIDIARY COMPANY:

The Company neither has any holding nor is any subsidiary company, therefore, disclosure under Section 197 (14) of the Companies Act, 2013 not applicable.

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

There are no material changes and commitments occurred between the end of the financial year of the company to which the financial statements relate and there is no order against the company affecting the financials of the company except:

- Issuance of 2,40,114 equity Shares at an issue price of Rs. 130 per Equity share (including premium of Rs. 120/- per Equity share) for cash consideration on preferential basis to Saraf Housing Development Private Limited (Promoter) aggregating to 3,12,14,820/- at its EGM held on 20th February 2024. The company has allotted 2,40,114 Equity shares of Rs.10/- each at a price of Rs. 130/- (including premium of Rs. 120) per equity share aggregating to 3,12,14,820/- on 15th March 2024. The Company has received Listing and trading approval from Stock exchange(BSE) for the same
- Mr. Rajesh Kumar saraf (Belonging to promoter Group) acquired 9,28,881 Equity shares of the Company through inter-se transfer of shares (Without any consideration) on 12th September 2023 and the holding after transactions stands at 19,98,962 Equity Shares.
- Discontinuation of Manufacturing of Dissolved Acetylene Gas (DA Gas) at Trichy (Mathur) Unit, from the financial year 2023-24. However, Trichy (Mathur) Unit shall continue to compress and fill Medical Oxygen, and Industrial Oxygen.
- Approval for the Sale of land and building situated at Mathur unit (Trichy) aggregating to 5.6 acres at its Annual General Meeting held on 28th August 2023.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the audit committee, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

AUDITORS

Statutory Auditors

M/S. PSDY & Associates, Chartered Accountant, (Firm Registration Number: 010625S) was appointed as statutory auditor by shareholders of the company for a term of five years in the 47th Annual General Meeting held on 30th August 2022 and they continued to be the Auditors of the company till this 52nd Annual General Meeting.

COMMENT ON STATUTORY AUDITOR'S REPORT:

There are no qualifications, reservations, remarks or disclaimers made by M/S. PSDY & Associates, Statutory Auditor, in their audit report.

SECRETARIAL AUDITOR:

Pursuant to the requirements of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Ms. Lakshmmi Subramanian of M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries (Membership No. CP 3534) was appointed to conduct the Secretarial Audit for the financial year 2023-2024.

The Secretarial Audit report as received from the Secretarial Auditor is annexed to this report as **Annexure II**.

Qualification in Secretarial Audit Report

There are no material qualifications in the Secretarial Report.

BOARD OF DIRECTORS' EXPLANATION OR COMMENTS:

There are no qualifications in the Audit Report & Secretarial Audit Report for the financial year 2023-24

Internal Auditors

Mr. R. Bala Subramanian, Chartered Accountants, are the Independent Internal Auditors of the Company. The Audit Committee determines the scope of internal Audit in line with regulatory and business requirements

Cost Auditor

Pursuant to notification of Companies (Cost Records and Audit) Rules, 2014 read with Companies (Cost Records and Audit) Amendment rules, 2014, the Company does not fall under the purview of Cost Audit.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Board Composition	
Mr. Rajesh kumar Saraf	Managing Director
Mr. Gajanand Saraf	Whole time Director
Mrs. Sarita Saraf	Director
Mr. Shanmugavadivel Siva	Independent Director
Mrs. Mona Milan Parekh	Independent Director
Mr. Amit Kumar Agarwal	Independent Director
Key Managerial Personnel	
Mr. Rajesh Kumar Saraf	Managing Director
Mr. P. Ramalinga Srinivasan	Chief Financial Officer
Mr. Akhil Paliwal	Company Secretary

NUMBER OF MEETINGS OF THE BOARD AND BOARDS' COMMITTEE:

The Board meets at regular intervals to discuss and decide on business strategies / policies and review the financial performance of the Company. The Board Meetings are pre-scheduled, and a tentative annual calendar of the Board is circulated to the Directors well in advance to facilitate the Directors to plan their schedules.

Meeting	No. of Meetings during the Financial Year 2023-24	Date of the Meeting
Board Meeting	8	29.05.2023 , 21.07.2023 , 11.08.2023, 06.11.2023 , 20.01.2024 , 03.02.2024 , 13.02.2024 and 15.03.2024
Audit Committee	5	29.05.2023 , 11.08.2023 , 06.11.2023 , 20.01.2024 and 13.02.2024
Nomination & Remuneration Committee	1	10.02.2024
Stakeholders Relationship Committee	6	12.06.2024 , 28.06.2023 , 04.10.2023 , 25.01.2024 , 08.03.2024 and 21.03.2024
Independent Director Meeting	1	10.02.2024

The interval between two Board Meetings was well within the maximum period mentioned under section 173 of the Companies Act, 2013, and SEBI Listing (Disclosures and Obligations Requirements) Regulations, 2015.

Director's Re-appointment details:

- Mr. Rajesh Kumar Saraf (having DIN: 00007353) who retires from office by rotation and being eligible offers herself for reappointment
- Mr. Amit Kumar Agarwal (DIN: 08723241) reappointed for second term of five years from 16th March, 2025 to 15th March, 2030

CORPORATE SOCIAL RESPONSIBILITY

Your Company is having accumulated losses and not having profits more than Rs. 5 Crores or net worth more than Rs. 500 Crores or Turnover of more than Rs. 1000 Crores in the previous financial year and therefore Constituting of a CSR Committee and its Compliance in accordance with the provisions of Section 135 of the Act, does not arise.

BOARD EVALUATION:

Pursuant to the provision of the Companies Act, 2013, a structured questionnaire was prepared after taking into consideration of the various aspects of the Boards' functioning, the composition

of the Board and its committees, culture, execution and performance of specific duties, obligations, and governance.

The board and the committee were evaluated on various criteria as stated below:

1. Composition of the Board and Committee.
2. Understanding of the Company and its business by the Board.
3. Availability of information to the board and committee.
4. Effective Conduct of Board and Committee Meetings.
6. Monitoring by the Board management effectiveness in implementing strategies, managing risks and achieving the goals.

The Board also carried out the evaluation of directors and chairman based on following criteria:

1. Attendance of meetings.
2. Understanding and knowledge of the entity.
3. Maintaining Confidentiality of board discussion.
4. Contribution to the board by active participation.
5. Maintaining independent judgment in the decisions of the Board

SECRETARIAL STANDARDS:

In terms of Section 118(10) of the Act, the Company states that the applicable Secretarial Standards i.e., SS-1 and SS-2, issued by the Institute of Company Secretaries of India, relating to Meetings of Board of Directors and General Meetings respectively, have been duly complied with however improvements in certain areas are being made.

INDEPENDENT DIRECTOR'S DECLARATION:

All Independent Directors have given declarations that they meet the Criteria of independence laid down under Section 149 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 in respect of financial year ended 31st March, 2024, which has been relied on by the Company and placed at the Board Meeting.

SEPARATE MEETING OF THE INDEPENDENT DIRECTORS:

As required under Clause VII of Schedule IV of the Companies Act, 2013, the Independent Directors held a Meeting on 10th February 2024, without the attendance of Non-Independent Directors and members of Management.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The familiarization program is to update the Directors on the roles, responsibilities, rights and duties under the Act and other statutes and about the overall functioning and performance of the Company. The policy and details of familiarization program is available on the website of the Company at www.nolgroup.com

WHISTLE BLOWER POLICY/ VIGIL MECHANISM:

Pursuant to Section 177(9) of the Companies Act, 2013, your Company has established a Vigil Mechanism policy for directors and employees to report concerns about unethical behaviors, actual or suspected fraud, violations of Code of Conduct of the Company etc. The mechanism also provides for adequate safeguards against the victimization of employees who avail themselves of the mechanism and also provides for direct access by the Whistle Blower to the Audit Committee.

It is affirmed that during the Financial Year 2023-24, no employee has been denied access to the Audit Committee. The vigil mechanism policy is also available on the Company's website www.nolgroup.com

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has formulated a Framework on Internal Financial Controls In accordance with Rule 8 (5) (viii) of Companies (Accounts) Rules, 2014, the Company has adequate internal control systems to monitor business processes, financial reporting and compliance with applicable regulations and they are operating effectively.

The systems are periodically reviewed by the Audit Committee of the Board for identification of deficiencies and necessary time-bound actions are taken to improve efficiency at all the levels. The Committee also reviews the observations forming part of internal auditors' report, key issues and areas of improvement, significant processes and accounting policies.

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT:

The Board of Directors has adopted a policy and procedure on Code of Conduct for the Board Members and employees of the Company in accordance with the SEBI (Prohibition of Insiders Trading) Regulations, 2015. This Code helps the Company to maintain the Standard of Business Ethics and ensure compliance with the legal requirements of the Company.

The Code is aimed at preventing any wrong doing and promoting ethical conduct at the Board and by employees. The Compliance Officer is responsible to ensure adherence to the Code by all concerned.

The Code lays down the standard of Conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the workplace, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management Personnel have confirmed Compliance with the Code.

EXTRACT OF ANNUAL RETURN:

The Submission of Extract of Annual Return in MGT-9 is dispensed with in terms of Companies (Management and Administration) Amendment rules, 2021 dated 5th March, 2021. Hence, the question of attaching MGT-9 with this report does not arise. However, the Annual return can be viewed in the website of the company www.nolgroup.com

DISCLOSURE REQUIREMENTS:

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and is of the view that such systems are adequate and operating effectively.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under the Companies Act, 2013 are covered under the Board's policy formulated by the Company and is available on the Company website www.nolgroup.com

DIRECTORS' RESPONSIBILITIES STATEMENT:

As required under Section 134(3)(C) of the Companies Act, 2013 the Directors hereby state and confirm that they have:

- a) In the preparation of the annual accounts for the year ended 31st March 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit and loss of the Company for the year ended on that date.
- c) They 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) They have prepared the annual accounts on a going concern basis.
- e) They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

During the year under review, there were no frauds reported by the Auditors on the employees or officers of the Company under section 143(10) of the Companies Act, 2013.

THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

A. CONSERVATION OF ENERGY:

- Improvements in operating efficiency and reduction in the employee strength.

B. TECHNOLOGY ABSORPTION:

- The efforts made towards technology absorption: NIL
- Benefits derived
- Production improvement: NIL
- Cost Reduction: NIL
- Production development or Import substitution; NIL
- Import Technology; NIL
- Expenditure incurred on Research and Development; NIL

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Details	2023- 2024 Rs. In Lacs	2022- 2023 Rs. In Lacs
Earning in Foreign Exchange	NIL	NIL
Expenditure in Foreign Exchange	NIL	NIL

CIF value of imports - Raw Materials - Calcium Carbide	NIL	43.84
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CORPORATE GOVERNANCE REPORT:

As prescribed under the provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, your Company does not fall under the purview of complying with the provisions of Corporate Governance. During the year, with the approval of the Board of Directors, your Company has informed the non-applicability provision to the Bombay Stock Exchange.

Since the provision of Corporate Governance is not applicable for the entire Financial Year 2023-24, a separate report of Corporate Governance is not disclosed in the Annual Report 2023-24.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

There were no applications made nor any proceeding pending under the insolvency and bankruptcy code, 2016 during the year

MAJOR THINGS HAPPENED DURING THE YEAR WHICH MADE THE IMPACT ON THE OVERALL WORKINGS OF THE COMPANY & THE MAJOR ACTIONS TAKEN BY THE COMPANY IN THAT RESPECT, SUCH AS COVID-19 PANDEMIC:

Nil

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the year under review there was no instance of one-time settlement with any Bank or Financial Institution.

THE RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES OF THE COMPANY FOR THE FINANCIAL YEAR AND PERCENTAGE INCREASE IN REMUNERATION OF EACH DIRECTOR AND KMP:

Executive Directors	Ratio to Median Remuneration
Mr. Rajesh Kumar Saraf - Managing Director	1:0.246
Mr. Gajanand Saraf - Whole Time Director	1:0.041
Ms. Sarita Saraf - Director	1:0.074

LISTING FEES:

The Company confirms that it has paid the annual listing fees for the year 2023-24 to the Bombay Stock Exchange.

CLOSURE OF REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS:

The Register of Members and Share Transfer books of the company will be closed with effect from Tuesday, 10th of September 2024 to Monday, 16th of September 2024 (both days inclusive).

ACKNOWLEDGEMENT:

Your directors take this opportunity to express their sincere gratitude to the encouragement, assistance, cooperation, and support given by the Central Government, the Government of Tamil Nadu during the year. They also wish to convey their gratitude to all the customers, Auditors, suppliers, dealers, and all those associated with the company for their continued patronage during the year.

Your directors also wish to place on record their appreciation for the hard work and unstinting efforts put in by the employees at all levels. The directors are thankful to the esteemed stakeholders for their continued support and the confidence reposed in the Company and its management.

CAUTIONARY STATEMENT:

The statements contained in the Board's Report and Management Discussion and Analysis Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statutes, market forces and other associated and incidental factors may however lead to variation in actual results.

**By and on behalf of the Board
For National Oxygen Limited**

**Sd/-
Rajesh Kumar Saraf
Managing Director
DIN: 00007353**

**Sd/-
Gajanand Saraf
Whole Time Director
DIN: 00007320**

**Place: Chennai
Date: 13-08-2024**

ANNEXURE-I
DETAILS OF RELATED PARTY TRANSACTIONS
FORM NO. AOC-2

(Pursuant to clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the (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 Section188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis : NIL
 - a) Name(s) of the related party and nature of relationship : NIL
 - b) Nature of Contracts / arrangements/ transactions : NIL
 - c) Duration of Contracts or arrangements/ transactions : NIL
 - d) Salient terms of the contracts or arrangements or transactions including the value : NIL
 - e) Justification for entering in to such contracts or arrangements or transactions : NIL
 - f) Date(s) of approval by the Board : NIL
 - g) Amount paid as advances, if any : NIL
 - h) Date on which the special resolution was passed in general meeting as required under firstproviso to Section 188 : NIL

2. Details of material contracts or arrangements or transactions at arm's length basis:
 - a) Name of the related party and nature of relationship:
 - (i) Pondicherry Agro Foods Private Limited
 - (ii) Saraf Housing Development Private Limited
 - (iii) ECA Gases LLP
 - (iv) G N Saraf - Whole Time Director
 - (v) Rajesh Kumar Saraf -Managing Director
 - (vi) Sarita Saraf - Director

 - b) Nature of transaction
 - (i) Sale of Products to ECA Gases LLP
 - (ii) Purchase of goods from ECA Gases LLP
 - (iii) Interest paid to Saraf Housing Private Limited
 - (iv) Managerial Remuneration
 - (v) Directors sitting fee
 - (vi) Issue of Equity Shares on Preferential Basis to M/S Saraf Housing Development Limited

C) Salient terms of the transaction including the value if any

Nature of Transactions	Enterprise in which KMP exercise significant influence (Amount in Lakhs)	Key Managerial personnel & Their Relatives (Amount in Lakhs)
Sales of Products ECA Gases LLP	NIL	NIL
Purchase of Goods	53.43	NIL
Interest paid to Saraf Housing Development Private Limited	12.99	
Managerial Remuneration	NIL	93.43
Rent paid	NIL	31.20

ANNEXURE - II

Form No. MR-3

Secretarial Audit Report for the financial year ended 31.03.2024

[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,
National Oxygen Limited
Door No. S-1, Alsa Mall, No. 4(Old No. 149), Montieth road,
Egmore, Chennai-600008

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. National Oxygen Limited (hereinafter called the company). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have also examined the following:

- (a) all the documents and records made available to us and explanation provided by M/s. National Oxygen Limited ("the Listed Entity"),
- (b) the filings/submissions made by the Listed Entity to the Stock Exchange,
- (c) website of the listed entity,
- (d) books, papers, minute books, forms and returns filed with the Ministry of Corporate Affairs and other records maintained by M/s. National Oxygen Limited ("the Company") for the financial year ended on 31st March, 2024
- (e) according to the provisions as applicable to the Company during the period of audit and subject to the reporting made hereinafter and in respect of all statutory provisions listed hereunder:
 - i. The Companies Act, 2013 (the Act) and the Rules made there under;
 - ii. The Securities Contracts (Regulation) Act, 2018 ('SCRA') and the Rules made there under;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. However Regulation 24 A relating to Secretarial Compliance Report is not applicable to the Company for the period under review;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
 - (c) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;
 - (e) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
 - (g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable during the review period)
 - (h) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable during the review period)
 - (i) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the review period)
 - (j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable during the review period)
 - (k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not applicable during the review period)
 - (l) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 (Not applicable during the review period)
 - (m) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

We hereby report that

- a. The Listed Entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder,
- b. The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.
- c. There were no actions taken against the Company/its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operation

Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder except the following:

- The Company has received mail from BSE regarding the Delayed submission of Proceedings of General Meeting under Regulation 30(6) read with schedule III of SEBI (LODR) Regulations, 2015- Company has provided clarifications and an explanation for the aforesaid non-compliance and submitted a revised corporate announcement along with explanation for delay.

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

- (i) The Listing Agreements entered into by the Company with the Stock Exchanges, where the Securities of the Company are listed and the uniform listing agreement with the said stock exchanges pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (ii) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

In our opinion and as identified and informed by the Management, the following laws are specifically applicable to the Company:

1. Explosives Act,1884
2. Explosives Rules,2008
3. Gas Cylinder Rules, 2004
4. Static & Mobile pressure vessels (unfired) Rules1981
5. Drugs & Cosmetics Acts &Rules
6. The Legal Metrology Act, 2009

It is reported that during the period under review, the Company has been regular in complying with the provisions of the Act, Rules, Regulations and Guidelines, as mentioned above, except:

- There was Delay in the filing of form DIR-12 in one instance , however the same was filed with additional fee with the Registrar of Companies.

We further report that there were no actions/events in the pursuance of

1. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021
2. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
3. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
4. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

5. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013
6. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings

requiring compliance thereof by the Company during the Financial Year under review.

We further report that, based on the information provided by the Company, its officers and authorized representatives, in our opinion, adequate systems and control mechanism exist in the Company to monitor and ensure compliance with other applicable general laws.

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Statutory financial auditor and other designated professionals.

We further report that

The Company is constituted with a proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Notices is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were delivered and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that during the audit period the following events which have a major bearing on the Company's affairs have occurred:

1. Discontinuation of Manufacturing of Dissolved Acetylene Gas (DA Gas) at Trichy (Mathur) Unit, from the financial year 2023-24. However, Trichy (Mathur) Unit shall continue to compress and fill Medical Oxygen, and Industrial Oxygen.
2. Approval for the Sale of land and building situated at Mathur unit (Trichy) aggregating to 5.6 acres at its Annual General Meeting held on 28th August 2023.
3. Re-appointment of Mrs. Mona Milan Parekh (DIN: 08134503) as Independent Director of the Company for a second term of Five years from 25th May, 2023 to 24th May, 2028 at its Annual General Meeting held on 28th August 2023.
4. Re-appointment of Mr. Rajesh Kumar Saraf (DIN: 00007363) as Managing Director of the Company w.e.f 01st August 2024 for a period of five years at its Annual General Meeting held on 28th August 2023.

5. Re-appointment of Mr. Gajanand Sarad (DIN: 00007320) as a Whole-time Director of the Company w.e.f 01st April 2024 for a period of five years at its Annual General Meeting held on 28th August 2023.
6. Mr. Rajesh Kumar saraf (Belonging to promoter Group) acquired 9,28,881 Equity shares of the Company through inter-se transfer of shares (Without any consideration) on 12th September 2023 and the holding after transactions stands at 19,98,962 Equity Shares.
7. Issuance of 2,40,114 equity Shares at an issue price of Rs. 130 per Equity share (including premium of Rs. 120/- per Equity share) for cash consideration on preferential basis to Saraf Housing Development Private Limited (Promoter) aggregating to 3,12,14,820/- at its EGM held on 20th February 2024. The company has allotted 2,40,114 Equity shares of Rs.10/- each at a price of Rs. 130/- (including premium of Rs. 120) per equity share aggregating to 3,12,14,820/- on 15th March 2024. The Company has received Listing and trading approval from Stock exchange(BSE) for the same.
8. The company's application for "Reclassification from Promoters and Promoters group to Public" vide BSE Application dated 19th September 2022 has been rejected.

We further report that, no other material events have occurred during the period after the end of the Financial Year and before the signing of this Report.

Place: Chennai
Date: 29.07.2024

For LAKSHMMI SUBRAMANIAN & ASSOCIATES

Lakshmmi Subramanian
Senior Partner
FCS No. 3534
C.P. No. 1087
P.R. No: 1670/2022
UDIN: F003534F000847641

ANNEXURE-A

To,
The Members
M/S. NATIONAL OXYGEN LIMITED

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable 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 provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on a random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai

For LAKSHMMI SUBRAMANIAN ASSOCIATES

Date: 29.07.2024

Lakshmmi Subramanian
Senior Partner
FCS No. 3534
C.P. No. 1087
P.R. No: 1670/2022
UDIN: F003534F000847641

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

To,

NATIONAL OXYGEN LIMITED
DOOR NO. S-1, ALSA MALL,
NO.4 (OLD NO.149) MONTIETH ROAD,
EGMORE,
CHENNAI - 600008.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **National Oxygen Limited** CIN L24111TN1974PLC006819 having its registered office at DOOR NO. S-1, ALSA MALL, NO.4 (OLD NO.149) MONTIETH ROAD, EGMORE, CHENNAI TN 600008 IN (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March 2024.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No	Name of Director	Designation	DIN	Date of Original Appointment in Company
1	MR. RAJESH KUMAR SARAF	Managing Director	00007353	30/11/1992
2	MR. GAJANAND SARAF	Whole-time Director	00007320	01/09/2010
3	MRS. SARITA SARAF	Director	01028027	10/02/2018
4	MR. SHANMUGAVADIVEL SIVA	Director	07732134	10/02/2017
5	MRS. MONA MILAN PAREKH	Director	08134503	26/05/2018
6	MR. AMIT KUMAR AGARWAL	Director	08723241	16/03/2020

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

Place: Chennai
Date: 06-08-2024

For LAKSHMMI SUBRAMANIAN & ASSOCIATES

Lakshmmi Subramanian
Senior Partner
FCS No. 3534
C.P. No. 1087
P.R. No: 1670/2022
UDIN: F003534F000910099

INDEPENDENT AUDITOR'S REPORT

To
The Members of **NATIONAL OXYGEN LIMITED**

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of M/s. NATIONAL OXYGEN LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

S.No.	Key Audit Matter	Auditor's Response
1	<p data-bbox="332 241 657 273">Valuation of trade receivables</p> <p data-bbox="332 304 820 714">As disclosed in Note 8 to the financial statements. The Company assesses periodically and at each financial year end, the expected credit loss associated with its receivables. When there is expected credit loss impairment, the amount and timing of future cash flows are estimated based on historical, current and forward-looking loss experience for assets with similar credit risk characteristics. We focused on this area because of its significance and the degree of judgement required to estimate the expected credit loss and determining the carrying amount of trade Receivables.</p>	<p data-bbox="844 241 1364 273">How our audit addressed the key audit matter:</p> <p data-bbox="844 304 1380 745">We obtained an understanding of the Company's credit policy for trade receivables and evaluated the processes for identifying impairment indicators. We have reviewed and tested the ageing of trade receivables. We have reviewed management's assessment on the credit worthiness of selected customers for trade receivables. We further discussed with the key management on the adequacy of the allowance for impairment recorded by the Company and reviewed the supporting documents provided by management in relation to their assessment. We have also reviewed the adequacy and appropriateness of the impairment charge based on the available information.</p> <p data-bbox="844 777 1031 808">Our Observation:</p> <p data-bbox="844 808 1380 924">Based on our audit procedures performed, we found management's assessment of the recoverability of trade receivables to be reasonable and the disclosures to be appropriate.</p>

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

The provisions of the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent possible.

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the "paragraph h(f) under Report on other legal and regulatory requirements" on reporting under Rule 11(g) of the Companies (Audit and Auditors), Rules, 2014;
- (c) The balance sheet, the statement of profit and loss (including other comprehensive income), the cash flow statement and the statement of changes in equity dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid 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 representations received from the directors as on March 31, 2024 taken on record 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 internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No. 39(A) to the financial statements;
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. There have been no delays in transferring amounts, to the Investor Education and Protection Fund by the Company.
- d. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts,
 - i. no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities 'Intermediaries', with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company 'Ultimate Beneficiaries' or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - ii. no funds have been received by the company from any person(s) or entity(ies), including foreign entities 'Funding Parties', with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party 'Ultimate Beneficiaries' or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - iii. Based on audit procedures carried out by us, that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us believe that the representations under sub-clause (i) and (ii) contain any material misstatement.
- e. The Company has not declared or paid any dividend during the year, hence requirement for compliance with Section 123 of the Act is not applicable.
- f. Based on our examination which included test checks and information given to us, the Company has used accounting software for maintaining its books of account, which did not have a feature of recording audit trail (edit log) facility thought the year for all relevant transactions recorded in the respective software, hence we are unable to comment on audit trail feature of the said software.

For PSDY & Associates

Chartered Accountants

Firm Registration No.010625S

Sd/-

Vikram Singhvi

Partner

Membership No. 227334

UDIN: 24227334BKASIP3783

Place: Chennai

Date: 22-05-2024

Annexure “A” to the Independent Auditor’s Report

The Annexure referred to in Independent Auditors’ Report to the members of **NATIONAL OXYGEN LIMITED** for the year ended on 31st March 2024.

We report that:

- i. In respect of Property, Plant and Equipment and Intangible Assets:
 - a) In our opinion and according to the information and explanations given to us, the Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

The Company has maintained proper records showing full particulars of intangible assets.
 - b) The property, plant and equipment of the Company have been physically verified by the management wherever possible, at the close of the year as confirmed by the management. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
 - d) The Company has not revalued its property, plant and equipment (including right of use asset) and intangible assets during the year. Accordingly, paragraph 3 (i) (d) of the Order is not applicable.
 - e) In our opinion and according to the information and explanations given to us, there are no proceedings initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, paragraph 3 (i) (e) of the Order is not applicable.
- ii.
 - a) As Informed to us the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
 - b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company. The Company has not been sanctioned any working capital limit from financial institutions
- iii. In our opinion and according to information and explanation given to us, the Company has not made investments in/ provided any guarantee or security/ granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties. Accordingly, paragraph 3 (iii) of the Order is not applicable
- iv. In our opinion and according to information and explanation given to us, the company has complied with provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investment, guarantees and security provided by the company;

- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits, to which the directives of the Reserve Bank of India and the Provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under apply. Accordingly, paragraph 3 (v) of the Order is not applicable.
- vi. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3(vi) of the order is not applicable.
- vii. In our opinion and according to the information and explanations given to us:
- a) Amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been generally regularly deposited by the Company with the appropriate authorities. There were no undisputed outstanding statutory dues as at the year end, for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us and based on the records of the company examined by us, the amount of outstanding dues of Goods and Services Tax, provident fund, employees' state insurance, income- tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues which have not been deposited with the appropriate authorities on account of any dispute are stated below:

Name of the Statute	Nature of dues	Amount (Rs. In Lakhs)	Period in which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise duty demanded on the facility charges being charged.	1.06	Sept'2000 to Aug'2001	CESTAT, Southern Bench
Central Excise Act, 1944	Departmental appeal against the partial favourable order passed by Commissioner (Appeals) for Excise duty demanded on the rental / facility charges being charged.	4.91	Sept'2000 to Aug'2001	CESTAT, Southern Bench
Central Excise Act, 1944	Departmental appeal against the favourable order passed by CESTAT in respect of 8% duty demanded on supply to ISRO under Nil rate of duty while availing Cenvat Credit.	5.71	2000-01	Madras High Court
Central Excise Act, 1944	Excise duty demanded on the Cylinder Repair charges being charged	0.20	Sept'2006 to Mar'2007	CESTAT, Southern Bench
Central Excise Act, 1944	Excise duty demanded on the Cylinder Holding / facility charges being Charged	1.67	May'2006 to Aug'2006	CESTAT, Southern Bench

Name of the Statute	Nature of dues	Amount (Rs. In Lakhs)	Period in which the amount relates	Forum where dispute is pending
Service Tax	Service Tax demanded on the Lease charge income Received	11.32	2002-03 & 2003-04	CESTAT, Southern Bench
Service Tax	Service Tax demanded on the Lease charge income received	6.69	2004-05 & 2005-06	CESTAT, Southern Bench
Customs Act, 1961	Differential Customs Duty on Import of Second-hand Plant (including Interest & Penalty)	88.24	1994-95	CESTAT, Southern Bench
Income Tax Act, 1961	Disallowance of expenses	2.09	AY-2012-13	Dy. Commissioner of Income Tax
Income Tax Act, 1961	Disallowance made by the Assessing Officer which are not justified. Also, brought forward Depreciation Loss not fully set off.	35.58	AY 2018-19	CIT (Appeals)
Income Tax Act, 1961	Set off LTCG against brought forward losses not properly considered, resulting in demand.	110.85	AY 2019-20	Dy. Commissioner of Income Tax

- viii. In our opinion and according to the information and explanations given to us, there are no transactions 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) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- b) In our opinion and according to the information and explanations given to us, the Company is not declared as a wilful defaulter by any bank or financial institution or other lender.
- c) According to the information and explanations given to us and based on our examination of the records of the Company, the term loans availed/ amounts raised by issue of debt securities during the year have been utilized for the purpose for which it was obtained.
- d) Based on the information and explanation given to us and based on our examination of the records of the Company, short term loans have not been utilized by the Company for long term purposes.
- e) The Company does not have any subsidiaries/ associates/ joint-ventures and accordingly, paragraphs 3 (ix) (e) and 3 (ix) (f) of the Order are not applicable.
- x. a) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3 (x) (a) of the Order is not applicable.

b) In our opinion and according to the information and explanations given to us, the Company has utilised funds raised by way of preferential allotment of shares for the purpose for which they were raised.

In our opinion and according to the information and explanations given to us, the Company has not made any private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

- xi. a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by any person has been noticed or reported during the year. Accordingly, paragraph 3 (xi) (a) of the Order is not applicable.
- b) Since there is no fraud by the Company or no material fraud on the Company by any person has been noticed or reported during the year, paragraph 3 (xi) (b) of the Order is not applicable.
- c) To the best of our knowledge and according to the information and explanations given to us, no whistle-blower complaints have been received by the Company during the year.
- xii. The Company is not a Nidhi Company and accordingly, Paragraphs 3 (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, the transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable.
- xvi. a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3 (xvi) (c) of the Order is not applicable.
- d) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) and it does not have any other companies in the Group. Accordingly, paragraph 3 (xvi) (d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, paragraph 3 (xviii) of the Order is not applicable.

- xix. In our opinion and according to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the board of directors and management plans, there are no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx. According to the information and explanation given to us, the company does not fulfil the criteria as specified under section 135(1) of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and according; reporting under clause (xx) of the order is not applicable to the company.
- xxi. In our opinion and according to the information and explanations given to us, the Company does not have investments in subsidiaries/ associates or joint venture companies. Accordingly, paragraph 3 (xxi) of the Order is not applicable.

For PSDY & Associates

Chartered Accountants

Firm Registration No.010625S

Sd/-

Vikram Singhvi

Partner

Membership No. 227334

UDIN: 24227334BKASIP3783

Place: Chennai

Date: 22-05-2024

Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of **NATIONAL OXYGEN LIMITED** of even date)

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 NATIONAL OXYGEN LIMITED (“the Company”) as at March 31, 2024, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s responsibility for internal financial controls

The board of directors of the Company 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 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, 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 judgement, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial control 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 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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 of 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 and according to the information and 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For PSDY & Associates

Chartered Accountants
Firm Registration No.010625S

Sd/-

Vikram Singhvi
Partner
Membership No. 227334
UDIN: 24227334BKASIP3783

Place: Chennai
Date: 22-05-2024

NATIONAL OXYGEN LIMITED
 Door No. S-1,Alsa Mall, No.4, (Old No.149) Montieth Road, Egmore Chennai - 600 008
 Tamil Nadu, India
 CIN : L24111TN1974PLC006819

Balance Sheet as at 31st March,2024

(Rs. in Lakhs)

	Note No.	As at 31st March,2024	As at 31st March,2023
ASSETS			
Non-Current Assets			
Property, Plant & Equipment	2	2,195.97	2,204.74
Capital Work-in-Progress	3	80.81	13.93
Intangible Assets	4	1.98	2.57
Financial Assets :			
Investments	5	8.00	5.49
Other financial Assets	6	236.51	186.60
Total Non Current Assets		2,523.27	2,413.33
Current Assets			
Inventories	7	100.75	112.21
Financial Assets:			
Trade Receivables	8	530.34	533.89
Cash and Cash Equivalents	9	48.72	214.82
Other Financial Assets	10	104.24	131.86
Current Tax Assets (Net)	11	25.75	19.58
Other Current Assets	12	77.76	65.27
Total Current Assets		887.57	1,077.63
TOTAL ASSETS		3,410.84	3,490.95
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	13	504.24	480.23
Other Equity	14	(604.19)	(573.41)
Total Equity		(99.95)	(93.18)
Liabilities			
Non-Current Liabilities			
Financial Liabilities :			
Borrowings	15	2,261.03	2,656.08
Lease Liability	16	5.37	17.37
Other Financial Liabilities	17	128.08	127.88
Deferred Tax Liabilities (Net)	18	-	-
Provisions	19	66.17	68.21
Total Non-Current Liabilities		2,460.65	2,869.53
Current Liabilities			
Financial Liabilities :			
Borrowings	20	586.69	221.93
Lease Liability	21	12.00	10.87
Trade Payables	22		
-Total outstanding dues of micro and small enterprises		13.20	22.31
-Total outstanding dues of creditors other than micro and small enterprises		274.53	300.20
Other Current Financial Liabilities	23	123.55	120.46
Other Current Liabilities	24	8.77	9.69
Provisions	25	31.41	29.15
Total Current Liabilities		1,050.14	714.60
Total Liabilities		3,510.79	3,584.13
TOTAL EQUITY AND LIABILITIES		3,410.84	3,490.95
Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements
 As per our report of even date annexed,

For PSDY & ASSOCIATES
 Chartered Accountants
 Firm Registration Number : 010625S

Sd/-
 (VIKRAM SINGHVI)
 Partner
 Membership No. 227334
 UDIN : 24227334BKASIP3783

Place : Chennai
 Date : 22-05-2024

For and on behalf of the Board

Sd/-
 AKHIL PALIWAL
 Company Secretary
 M.No.A61761

Sd/-
 P.RAMALINGA SRINIVASAN
 Chief Financial Officer

Sd/-
 G.N. SARAF
 Chairman
 DIN: 00007320

Sd/-
 RAJESH KUMAR SARAF
 Managing Director
 DIN: 00007353

Statement of Profit and Loss for the period ended 31st March 2024

(Rs. In Lakhs)

	Note No.	Year ended March 31, 2024	Year ended March 31, 2023
<u>INCOME</u>			
Revenue from Operations	26	4,525.90	4,711.32
Other Income	27	49.84	58.75
TOTAL INCOME		4,575.74	4,770.06
<u>EXPENSES</u>			
Cost of Materials Consumed	28	4.23	55.55
Changes in Inventories of Finished Goods	29	3.98	(13.02)
Employee Benefit Expenses	30	332.79	353.93
Power and Fuel	31	3,000.38	3,007.14
Other Expenses	32	1,059.84	939.69
TOTAL EXPENSES		4,401.22	4,343.28
Profit before interest, tax, depreciation and amortisation		174.52	426.78
Finance Costs	33	164.41	179.19
Depreciation and Amortization	34	333.39	326.69
Profit/ (Loss) before exceptional items and Tax		(323.28)	(79.09)
Exceptional items		-	-
Profit/ (Loss) before Tax		(323.28)	(79.09)
Tax Expenses:	35		
Current Tax (Including for earlier years)		-	-
Deferred Tax		-	-
Profit/ (Loss) for the year		(323.28)	(79.09)
<u>Other Comprehensive Income</u>			
Items that will not be reclassified to Profit & Loss			
Remeasurement of Post employment benefit obligations		4.90	(17.06)
Fair Value gain on Investment		(0.54)	4.07
Finance cost for Lease - Previous year		-	(2.69)
Other Comprehensive Income for the year, net of tax		4.36	(15.68)
Total Comprehensive Income / (Loss) for the year		(318.92)	(94.77)
Earnings per Equity Share:			
Basic (‘)	41	(6.60)	(1.65)
Diluted (‘)	41	(6.60)	(1.65)

The accompanying notes are an integral part of the financial statements
 As per our report of even date annexed,

For PSDY & ASSOCIATES
 Chartered Accountants
 Firm Registration Number : 010625S

Sd/-
 (VIKRAM SINGHVI)
 Partner
 Membership No. 227334
 UDIN : 24227334BKASIP3783

Place : Chennai
 Date : 22-05-2024

For and on behalf of the Board

Sd/-
 AKHIL PALIWAL
 Company Secretary
 M.No.A61761

Sd/-
 P.RAMALINGA SRINIVASAN
 Chief Financial Officer

Sd/-
 G.N. SARAF
 Chairman
 DIN: 00007320

Sd/-
 RAJESH KUMAR SARAF
 Managing Director
 DIN: 00007353

NATIONAL OXYGEN LIMITED

Door No. S-1,Alsa Mall, No.4, (Old No.149) Montieth Road, Egmore Chennai - 600 008

Tamil Nadu, India

CIN : L24111TN1974PLC006819

Cash Flow Statement for the year ended 31st March 2024

(Rs. In Lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/ (Loss) before Tax	(323.28)	(79.09)
Adjustment for :		
Finance Costs	164.41	179.19
Depreciation and Amortization Expenses	333.39	326.69
Remeasurement of Post employment benefit obligations	4.90	(17.06)
(Profit) / Loss on sale of Fixed Assets (Net)	(4.66)	-
Interest & Dividend Income	(19.83)	(14.97)
Operating profit before working capital changes	154.92	394.76
<u>Changes in working Capital:</u>		
Inventories	11.46	(23.24)
Trade and other Receivables	(31.24)	(124.49)
Long Term Liabilities and Provisions	(1.83)	(11.55)
Trade and other Payables	(30.36)	(7.27)
Cash generation from Operations	102.95	228.21
Payment of Direct Taxes	(6.17)	(5.59)
Net Cash Flow from Operating Activities	96.78	222.62
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(390.91)	(85.49)
Purchase of Investment	(3.05)	-
Sale of Investments	-	8.74
Sale of Fixed Assets	4.66	-
Interest Received	19.83	14.97
Net Cash Flow (Used in) / from Investing Activities	(369.47)	(61.79)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of Long-term Borrowings	(93.99)	(417.21)
Proceeds from fresh issue of Equity shares	24.01	-
Security Premium received on fresh issue of Equity shares	288.14	-
Redemption of Preferential Shares	(310.00)	-
Proceeds/ (Repayment) of Short-term Borrowings (Net)	360.50	-
Finance Cost Paid	(162.07)	(175.82)
Net Cash Flow (Used in) Financing Activities	106.59	(593.03)
Net Increase/ (Decrease) in Cash and Cash Equivalents	(166.10)	(432.20)
Add : Opening Cash and Cash Equivalents	214.82	647.02
Closing Cash and Cash Equivalents (Refer Note 9)	48.72	214.82

Notes:

- The Cash Flow Statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7 "Statement of Cash flows" specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- Figures have been regrouped/ rearranged wherever necessary.

As per our report of even date annexed,

For PSDY & ASSOCIATES

Chartered Accountants

Firm Registration Number : 010625S

Sd/-
(VIKRAM SINGHVI)

Partner

Membership No. 227334

UDIN : 24227334BKASIP3783

Place : Chennai

Date : 22-05-2024

For and on behalf of the Board

Sd/-
AKHIL PALIWAL
Company Secretary
M.No.A61761

Sd/-
P.RAMALINGA SRINIVASAN
Chief Financial Officer

Sd/-
G.N. SARAF
Chairman
DIN: 00007320

Sd/-
RAJESH KUMAR SARAF
Managing Director
DIN: 00007353

NATIONAL OXYGEN LIMITED
 Door No. S-1,Alsa Mall, No.4, (Old No.149) Montieth Road, Egmore Chennai - 600 008
 Tamil Nadu, India
 CIN : L24111TN1974PLC006819

Statement of Changes in Equity as at 31st March, 2024

A. Equity Share Capital :

a) Particulars	Note No.	Numbers	Rs. in Lakhs
Equity Shares outstanding as at 1st April, 2022	14	48,02,271	480.23
Changes in Equity Share Capital due to prior period errors		-	-
Restated balance as at 1st April, 2022		48,02,271	480.23
Changes in Equity Share Capital		-	-
Equity Shares outstanding as at 31st March, 2023		48,02,271	480.23
Changes in Equity Share Capital due to prior period errors		-	-
Restated balance as at 1st April, 2023		48,02,271	480.23
Changes in Equity Share Capital		2,40,114	24.01
Equity Shares outstanding as at 31st March, 2024		50,42,385	504.24

B. Other Equity :

Particulars	Reserves & Surplus				Other Comprehensive Income	Total -Other Equity
	Capital Reserve	Securities Premium Account	General Reserve	Retained Earnings		
	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs
Balance as at 1st April, 2022	40.00	778.39	499.73	(1,802.75)	5.97	(478.65)
Profit/ (Loss) for the year	-	-	-	(79.08)		(79.08)
Remeasurement of Gain / (Loss)					(15.68)	(15.68)
Balance as at 31st March, 2023	40.00	778.39	499.73	(1,881.83)	(9.70)	(573.41)
Balance as at 1st April, 2023	40.00	778.39	499.73	(1,881.83)	(9.70)	(573.41)
Profit/ (Loss) for the year	-	-	-	(323.28)	-	(323.28)
Remeasurement of Gain / (Loss)	-	-	-	-	4.36	4.36
Securities Premium received on fresh issue of equity shares (2,40,114 equity shares issued at a premium of Rs . 120/share)	-	288.14	-	-	-	288.14
Balance as at 31st March, 2024	40.00	1,066.53	499.73	(2,205.11)	(5.34)	(604.19)

As per our report of even date annexed,
 For PSDY & Associates
 Chartered Accountants
 Firm Registration 010625S

For and on behalf of the Board

Sd/-
 (VIKRAM SINGHVI)
 Partner
 Membership No. 227334
 UDIN : 24227334BKASIP3783

Sd/-
 AKHIL PALIWAL
 Company Secretary
 M.No.A61761

Sd/-
 G.N. SARAF
 Director
 DIN: 00007320

Place : Chennai
 Date : 22-05-2024

Sd/-
 P.RAMALINGA SRINIVASAN
 Chief Financial Officer

Sd/-
 RAJESH KUMAR SARAF
 Managing Director
 DIN: 00007353

Corporate information:

National Oxygen Limited (CIN : L24111TN1974PLC006819) is a Listed company domiciled in India and was incorporated on 23rd December, 1974 and is governed under the Companies Act, 2013. The company is primarily engaged in manufacturing of Industrial Gases. The financial statements of the Company for the year ended 31st March, 2024 were authorised for issue by the Board of Directors at their meeting held on 22nd May, 2024.

SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF ACCOUNTING

These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of Preparation :

a) Compliance with Ind AS:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act as applicable.

Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the accounting policy hitherto in use. The Company has prepared these Financial Statements as per the format prescribed in Schedule III to the Companies Act, 2013.

b) Historical cost convention :

The financial statements have been prepared on accrual basis under the historical cost basis, except for certain assets and liabilities which are measured at their fair value as indicated in the respective accounting policy.

Use of judgements and estimates

The preparation of financial statements requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Application of accounting policies that require critical accounting estimates and assumption judgements having the most significant effect on the amounts recognised in the financial statements are:

- Measurement of defined benefit obligations;
- Useful life and residual value of Property, plant and equipment and intangible assets;
- Provision and employee liability for litigation

Significant Accounting Policies

A PROPERTY PLANT & EQUIPMENT:

a) Property, Plant & Equipments are stated at cost net of cenvat, value added tax, goods and service Tax etc, depreciation and impairment. Cost of acquisition includes duties, taxes, incidental expenses, erection and commissioning expenses and interest etc. upto the date the asset is ready for its intended use.

b) The Carrying amount of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on external-internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price and 'Value in use' of the assets. The estimated future cash flows considered for determining the value in use, are discounted to their present value at the weighted average cost of capital. Based on the review, the management concluded that there was no indication of any impairment as at the Balance Sheet date.

c) Capital work in progress

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress.

d) The estimated useful lives are as mentioned below:

Type of Asset	Useful Lives
Buildings	5 - 60 years
Leasehold improvements	Lease term
Plant and equipment	10 - 15 years
Computer equipment	3 years
Vehicles	8 - 10 years
Office equipment	3 - 15 years
Furniture and fixtures	10 years

B DEPRECIATION:

a) The company computes depreciation with reference to the useful life/ revised remaining useful life of the assets as specified by and in the manner prescribed in Schedule II of the Companies Act 2013 under Straight Line Method. On Additions - sales the depreciation is prorated to the month of Addition/ Sale.

b) Lease hold Land is amortized over the lease period.

c) In case of Impairment, if any, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

C INTANGIBLE ASSETS :

- a) Intangible Assets are stated at cost less accumulated amortization and impairment, if any
- b) Intangible assets are amortised on a straight-line basis over the period of its economic useful life. Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.
- c) Following table summarises the nature of intangibles and their estimated useful lives:

Type of asset	Useful Lives
Software	6 years

D FINANCIAL ASSETS:

Classification:

The Investments and other financial assets have been classified as per Company's business model for managing the financial assets and the contractual terms of the cash flows.

Measurement :

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. 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 or at fair value through profit and loss .

Equity Instruments:

The company subsequently measures all equity investments at fair value. Where the company's management has selected to present the 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.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/(losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Impairment of financial assets :

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost . The impairment methodology applied depend on whether there has been a significant increase in credit risk.

For trade receivables, as permitted by Ind AS 109 Financial Instruments, the expected lifetime losses are recognised at the time of initial recognition of the receivables.

Derecognition of financial assets :

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.

E INVENTORIES:

- a) Finished Goods – At cost (Computed on Annual Weighted Average) or net realisable value which ever is lower
- b) Raw Materials-Stores & Spare Parts – At Cost (Computed on FIFO basis) or net realisable value which ever is lower

F LEASES :

The Company's lease asset classes primarily consist of leases for buildings, furniture & fixtures and vehicles. The company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the company assesses whether: (1) the contract involves the use of an identified asset (2) the company has substantially of the economic benefits from use of the asset throughout the period of the lease and (3) the company has the right to direct the use of the asset throughout the period of use.

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

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

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

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

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

G FOREIGN CURRENCY TRANSACTIONS:

Foreign currency transactions are recorded on the basis of exchange rate prevailing at the date of the transaction. Foreign currency monetary items are reported at the year end closing rates. Non monetary items which are carried at historical cost are reported using the exchange rate prevailing at the date of the transaction.

The exchange differences arising on settlement - year end restatement of monetary items are recognized in the Profit & Loss Account in the period in which they arise.

H EMPLOYEE BENEFITS:

Defined Contribution Plans: Company's contribution to Provident Fund and other funds are charged to the statement of Profit & Loss during the period during which the employee renders the related service. The Company has no obligations other than the contributions payable to the respective trusts.

Defined Benefit plans : Gratuity liability is provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method in accordance with the Indian Accounting Standard 19. The obligation is measured at the present value of future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans is based on the market yields on government securities as at balance sheet date, having maturity periods approximated to the terms of the related obligations.

Remeasurements gains and losses arising from experience adjustments and changes in actuarial assumption are recognised in the period in which they occur, directly in other comprehensive income, which is included in retained earnings in the statement of changes in equity and in the balance sheet.

I REVENUE RECOGNITION :

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The Company adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of 1 April 2018, whereby the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue is measured at the fair value of the consideration received / receivable taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

The specific recognition criteria for revenue recognition are as follows:

i) Sale of goods

Sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are taken into account.

ii) Interest Income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition. Interest income is included in other income in the statement of profit and loss.

J BORROWING COSTS :

Borrowing costs relating to acquisition/construction of qualifying assets are capitalised until the time all substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

K TAXES ON INCOME :

- a) Current Income Tax is provided as per the provisions of the Income tax Act 1961.
- b) Deferred Tax is provided using the Liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amount used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted as on the Balance Sheet date.

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 utilise those temporary differences and losses.

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 this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

L EARNINGS PER SHARE :

Basic earnings per share:

Basic earnings per share is calculated by dividing the profit attributable to owners of the company by the weighted average number of equity shares outstanding during the financial year.

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

M PROVISIONS :

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

N CONTINGENT LIABILITIES:

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent and disclosed by way of "Notes " to the accounts.

O FAIR VALUE :

Fair Value Hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- i) **Level 1** — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- ii) **Level 2** — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- iii) **Level 3** — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data

The cost of unquoted investments included in Level 3 of fair value hierarchy approximate their fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

P Related Party Transactions :

Related party transactions are accounted for based on terms and conditions of the agreement / arrangement with the respective related parties. These related party transactions are determined on an arm's length basis and are accounted for in the year in which such transactions occur and adjustments if any, to the amounts accounted are recognised in the year of final determination.

There are common costs incurred by the entity having significant influence / Other Related Parties on behalf of various entities including the Company. The cost of such common costs are accounted to the extent debited separately by the said related parties.

Q Recent Pronouncements :

a) Code on Social Security

The Indian Parliament has approved the Code on Social Security, 2020 which may impact the employee benefit expenses of the Company. The effective date from which the changes are applicable is yet to be notified and the rules for quantifying the financial impact are yet to be determined. The Company will give appropriate impact in the financial statements once the code becomes effective and related rules to determine the financial impact are notified.

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

2 Property Plant & Equipment

Summary of cost and net carrying amount of each class of Property Plant & Equipment are given below:

								(Rs. in Lakhs)
Property Plant & Equipment	Freehold Land	Buildings	Plant and Equipment	Furniture & Office Equipment	Cylinders	Vehicles	ROU Assets - Leasehold Land & Building	Total
Gross Carrying Amount								
Cost as at April 1, 2022	23.08	833.87	5,022.87	106.49	183.29	119.49	84.29	6,373.38
Additions	-	-	70.15	1.42	-	-	35.38	106.94
Disposals / Adjustments	-	-	-	-	-	-	-	-
As at 31st March, 2023	23.08	833.87	5,093.02	107.90	183.29	119.49	119.66	6,480.32
Accumulated Depreciation								
As at April 1, 2022	-	312.20	3,352.94	90.67	108.75	44.01	40.91	3,949.48
Additions	-	23.76	260.77	4.27	10.84	11.51	14.94	326.10
Disposals / Adjustments	-	-	-	-	-	-	-	-
As at 31st March, 2023	-	335.96	3,613.71	94.95	119.58	55.52	55.85	4,275.58
Additions	-	23.76	263.98	3.91	10.84	15.37	14.94	332.79
Disposals / Adjustments	-	-	-	-	-	-	-	-
As at 31st March, 2024	-	359.73	3,877.69	98.85	130.42	70.89	70.79	4,608.37
Net Carrying Amount								
As at 31st March, 2023	23.08	497.91	1,479.31	12.96	63.71	63.97	63.82	2,204.74
As at 31st March, 2024	67.25	474.15	1,392.81	14.05	52.87	145.97	48.88	2,195.97

Note 1 : Plant & Equipment includes Spares having gross value of Rs.122.30 Lakhs, capitalised in accordance with the Indian Accounting Standard (Ind AS-16) .

Note 2 : The title deeds of all immovable properties (other than immovable properties where the Company is the lessee, and the lease agreements are duly executed in favour of the Company) are held in the name of the Company as at the balance sheet date.

3 Capital Work-in-Progress

Capital Work-in-Progress - Property Plant & Equipment
Year ended 31st March, 2024

	Tangible Assets (Rs. in Lakhs)
Cost as at April 1, 2022	-
Additions	13.93
Less: Capitalised	-
As at 31st March, 2023	13.93
Additions	80.81
Less: Capitalised	13.93
As at 31st March, 2024	80.81

CWIP ageing schedule as on 31st March 2024

	Amount in CWIP for a period of				As at
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	31st March, 2024
Projects in progress	80.81	-	-	-	80.81
Projects temporarily Suspended	-	-	-	-	-

CWIP ageing schedule as on 31st March 2023

	Amount in CWIP for a period of				As at
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	31st March, 2023
Projects in progress	13.93	-	-	-	13.93
Projects temporarily Suspended	-	-	-	-	-

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

4 Intangible Assets

Summary of cost and net carrying amount of each class of Intangible assets are given below:

Year ended 31st March,2024

(Rs. in Lakhs)

Gross Carrying Amount	
Cost as at April 1, 2022	37.38
Additions	-
Disposals / Adjustments	-
As at 31st March,23	37.38
Additions	-
Disposals / Adjustments	-
As at 31st March,2024	37.38
Amortization	
As at April 1, 2022	34.22
Additions	0.59
Disposals	-
As at 31st March,23	34.81
Additions	0.59
Disposals	-
As at 31st March,2024	35.40
Net Carrying Amount	
As at 31st March,2023	2.57
As at 31st March,2024	1.98

5 Investments

	Face value per Unit Fully paid up (Rs.)	As at 31st March, 2024 Nos.	As at 31st March, 2023 Nos.	As at 31st March, 2024 (Rs. in Lakhs)	As at 31st March, 2023 (Rs. in Lakhs)
Investments - Other than Trade					
i. Investments in Equity Instruments					
Unquoted:					
TCP Limited	100	470	470	0.37	0.37
Pondicherry Agro Foods Pvt Ltd	10	18000	18000	4.53	5.07
Bamura Green Energy Pvt Ltd	10	27000	0	2.70	0.00
VP Global Fibre and Yarns Private Limited	100	222	0	0.22	0.00
Shroff Energy Pvt Ltd	10	1,259	0	0.13	0.00
				7.95	5.44
ii. Investments in Government Securities					
Unquoted:					
National Savings Certificate				0.05	0.05
				0.05	0.05
Less: Impairment of Investments				8.00	5.49
Aggregate amount of Unquoted Investments				-	-
				8.00	5.49

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

Reconciliation of Investments is as follows:

Particulars	As at (Rs. in Lakhs)	As at (Rs. in Lakhs)
Balance at the beginning of the year	5.49	10.16
Fair value changes in investments (Gain)	(0.54)	4.07
Impairment in value of investments	-	-
Purchase of Investments - Bamura Green Energy Pvt Ltd	2.70	-
Purchase of Investments - VP Global Fibre and Yarns Pvt Ltd	0.22	-
Purchase of Investments - Shroff Energy Pvt Ltd	0.13	-
Sale of Investments (OPG Power Generation Pvt Ltd)	-	(8.74)
Balance at the end of the year	8.00	5.49

Investments designated at fair value through OCI	As at (Rs. in Lakhs)	As at (Rs. in Lakhs)
Fully paid equity shares (unquoted)		
TCP Limited	0.37	0.37
Pondicherry Agro Foods Pvt Ltd	4.53	5.07
Bamura Green Energy Pvt Ltd	2.70	0.00
VP Global Fibre and Yarns Private Limited	0.22	0.00
Shroff Energy Pvt Ltd	0.13	0.00
	7.95	5.44

The Investments include investment in Equity Shares of other entities. Investment in Pondicherry Agro Foods Pvt. Ltd. are classified in Level 3 of the Fair Value Hierarchy. The Fair Value of this investment have been computed based on the Book Value of the shares as per the most recent Standalone Financial Statements available.

In regard to investment in the remaining companies, the company has entered into agreements where it has purchases equity shares from these companies as part of an electricity supply arrangement. These shares are bought at face value and are to be transferred back at face value at the end of the contract. Since the shares will be transferred at their original purchase cost, there is no gain or loss on them, and their fair value remains in parity with the acquisition cost throughout the duration of the arrangement

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023					
		(Rs. in Lakhs)	(Rs. in Lakhs)					
6	Other financial Assets							
	Unsecured, Considered Good							
	Security Deposits	236.51	186.60					
		236.51	186.60					
7	Inventories:							
	Raw Materials	0.00	4.28					
	Finished Goods	36.63	40.61					
	Stores and Spares	64.12	67.32					
		100.75	112.21					
8	Trade Receivables:							
	Unsecured, Considered Good	530.34	533.89					
	Trade Receivables which has significant increase in Credit Risk	-	-					
	Trade Receivable -Credit Impaired	80.78	90.85					
		611.12	624.74					
	Less: Impairment Allowance (Allowance for Bad and Doubtful Debts)							
	Unsecured, Considered Good	-	-					
	Trade Receivables which has significant increase in Credit Risk	-	-					
	Trade Receivable -Credit Impaired	(80.78)	(90.85)					
	Total Trade Receivables	530.34	533.89					
Ageing analysis of Trade Receivables :								
As on 31st March 2024								
Sl. No	Particulars	Not Due	Outstanding for following periods from due date of					Total
			Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
1	Undisputed Trade Receivables :							
	i) considered good	332.07	198.27	-	-	-	-	530.34
	ii) Which have significant increase in credit risk	-	-	-	-	-	-	-
	iii) Credit impaired	-	13.32	7.77	11.84	15.22	30.26	78.41
2	Disputed Trade Receivables :							
	i) considered good	-	-	-	-	-	-	-
	ii) which have significant increase in credit risk	-	-	-	-	-	-	-
	iii) credit impaired	-	-	-	-	0.85	1.52	2.37
	Total Trade Receivables (Gross)	332.07	211.59	7.77	11.84	16.07	31.78	611.12
	Less: Allowance for Bad and Doubtful Debts							(80.78)
	Total Trade Receivables (Net)							530.34
As on 31st March 2023								
Sl. No	Particulars	Not Due	Outstanding for following periods from due date of					Total
			Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
1	Undisputed Trade Receivables :							
	i) considered good	402.61	131.28	-	-	-	-	533.89
	ii) which have significant increase in credit risk	-	-	-	-	-	-	-
	iii) Credit impaired	-	21.98	8.44	20.71	4.81	32.54	88.48
2	Disputed Trade Receivables :							
	i) considered good	-	-	-	-	-	-	-
	ii) which have significant increase in credit risk	-	-	-	-	-	-	-
	iii) credit impaired	-	-	-	-	0.85	1.52	2.37
	Total Trade Receivables (Gross)	402.605	153.26	8.44	20.71	5.66	34.06	624.74
	Less: Allowance for Bad and Doubtful Debts							(90.85)
	Total Trade Receivables (Net)							533.89
* As a matter of prudence, management has maintained higher allowance for Bad and doubtful debts								

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023
		(Rs. in Lakhs)	(Rs. in Lakhs)
9	Cash and Cash Equivalents		
	Cash and Bank Balances:		
	Balance with Banks:		
	Current Accounts	1.24	173.18
	Margin Money Deposit Accounts	46.71	41.30
	Cash on hand	0.78	0.34
		48.72	214.82
10	Other Financial Assets		
	Deposit with Government Departments and Others	34.31	59.35
	Advance to Suppliers and Others	69.93	72.51
		104.24	131.86
11	Current Tax Assets (Net)		
	Advance Income Tax & TDS (net of provision)	25.75	19.58
		25.75	19.58
12	Other Current Assets		
	Interest Accrued on Deposits	58.16	42.31
	Other Current Assets	19.60	22.95
		77.76	65.27
13	Share Capital		
	Authorized Share Capital	Equity Share Capital	
		Numbers	Rs in Lakhs
	Equity shares of Rs.10 each		
	As at 01-04-2022	50,00,000	500.00
	Increase during the year	-	-
	As at 31-03-2023	50,00,000	500.00
	Increase during the year	1,21,00,000	1,210.00
	As at 31-03-2024	1,71,00,000	1,710.00
	Issued capital	Equity Share Capital	
		Numbers	Rs in Lakhs
	Equity shares of Rs.10 each		
	As at 01-04-2022	4802271	480.23
	Increase during the year	0	0.00
	As at 31-03-2023	4802271	480.23
	Increase during the year	240114	24.01
	As at 31-03-2024	5042385	504.24
	* Refer Note b (ii) below		
	Subscribed and Paid up Equity Share capital	Numbers	Rs in Lakhs
	Equity shares of Rs.10 each (Fully paid up)		
	As at 01-04-2022	4802271	480.23
	Increase during the year	0	0.00
	As at 31-03-2023	4802271	480.23
	Increase during the year	240114	24.01
	As at 31-03-2024	5042385	504.24
a)	Movement in Equity Share Capital	Equity Share Capital	
		Numbers	Rs in Lakhs
	Shares outstanding as at 01-04-2022	4802271	480.23
	Changes in Equity Share Capital	0	0.00
	Shares outstanding as at 31-03-2023	4802271	480.23
	Changes in Equity Share Capital	240114	24.01
	Shares outstanding at 31-03-2024	5042385	504.24

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

- b) i) The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of directors is subject to the approval of the share holders in the ensuing Annual General Meeting.
- ii) During the year the company issued 2,40,114 Equity Shares on preferential basis of face value Rs. 10/- each at a premium of Rs. 120/- Pursuant to such fresh issue the company has increased its authorised share capital from Rs. 500 lakhs to Rs. 1,710 lakhs.

c) **Details of Equity shareholders holding more than 5 % shares of the Company as on reporting date are given below:**

Name of Equity shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1. Rajesh Kumar Saraf	19,98,962	39.64%	10,70,081	22.28%
2. Gajanand Saraf	8,727	0.17%	5,08,727	10.59%
3. Sarita Saraf	5,01,809	9.95%	5,01,809	10.45%
4. Saraf Housing Development Pvt.Ltd.	4,92,999	9.78%	2,52,885	5.27%

d) **Details of Promoters Share holding as on reporting date are given below:**

Sl. No	Name of Equity shareholder	Shares held by promoters at the end of the year				% Change during the year
		As at 31st March, 2024		As at 31st March, 2023		
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	
1	Rajesh Kumar Saraf	19,98,962	39.64%	10,70,081	22.28%	87%
2	Gajanand Saraf	8,727	0.17%	5,08,727	10.59%	-98%
3	Sarita Saraf	5,01,809	9.95%	5,01,809	10.45%	0%
4	Saraf Housing Development Pvt Ltd	4,92,999	9.78%	2,52,885	5.27%	95%
5	Gajanand Saraf (SHUF)	0	0.00%	2,29,555	4.78%	-100%
6	Gajanand Saraf (BHUF)	0	0.00%	1,99,326	4.15%	-100%
7	East Coast Acetylene Private Limited	1,84,346	3.66%	1,84,346	3.84%	0%
8	Pondicherry Agro Foods Private Limited	1,61,825	3.21%	1,61,825	3.37%	0%
9	Rajesh Kumar Saraf (HUF)	1,34,338	2.66%	1,34,338	2.80%	0%
10	Mamta Gupta	62,784	1.25%	62,784	1.31%	0%
11	Banita Agarwal .	33,600	0.67%	33,600	0.70%	0%
12	Savita Kainya	21,000	0.42%	21,000	0.44%	0%
13	Arun Kumar Kainya	900	0.02%	900	0.02%	0%
		36,01,290	71.42%	33,61,176	69.99%	

- e) The Company has neither bought back any shares nor issued any bonus shares during five years immediately preceding the Balance Sheet date.

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023
		Rs. in Lakhs	Rs. in Lakhs
14	Other Equity :		
	<u>Capital Reserve</u>		
	As per last Account	40.00	40.00
		40.00	40.00
	<u>Securities Premium Account</u>		
	As per last Account	1,066.53	778.39
		1,066.53	778.39
	<u>General Reserve</u>		
	As per last Account	499.73	499.73
	Add: Transfer from Statement of Profit & Loss	-	-
		499.73	499.73
	<u>Retained Earnings</u>		
	Opening Balance	(1,881.83)	(1,802.75)
	Add: Profit/ (Loss) for the year	(323.27)	(79.08)
		(2,205.10)	(1,881.83)
	<u>Other Comprehensive Income</u>		
	Opening Balance	(9.70)	5.97
	Fair Value gain on Investment	(0.54)	4.07
	Finance cost for Lease - Previous year	-	(2.69)
	Remeasurement of Post employment benefit obligations net of tax	4.90	(17.06)
		(5.34)	(9.70)
	Total Other Equity	(604.19)	(573.41)
	(i) <u>Capital reserve</u>		
	Capital Reserve represents amount set aside for specific purpose of capital nature and is not a free reserve available for distribution.		
	(ii) <u>General reserve</u>		
	Represents accumulated profits set apart by way of transfer from current year Profits or/and Retained Earnings. General reserve is free reserve available for distribution as recommended by Board in accordance with requirements of the Companies Act, 2013.		
	(iii) <u>Securities Premium</u>		
	Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.		
	(iv) <u>Retained Earnings</u>		
	Retained Earnings represents the accumulated available profit / (Loss) of the Company including the amounts carried forward from earlier years . These reserve are free reserves which can be utilised for any purpose as may be required.		
	(v) <u>Other Comprehensive Income</u>		
	Other Comprehensive Income is created in compliance with Ind AS notified under the Companies (Indian Accounting Standard) Rules, 2015, as amended.		

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023		
		Rs. in Lakhs	Rs. in Lakhs		
15	Borrowings - Non Current :				
	Secured				
	Term Loans:				
	From Banks	1,209.22	1,202.84		
	Less: Current Maturity of Non-Current Borrowings	226.19	221.93		
		983.03	980.92		
	Overdraft from Bank against Tangible Collateral Security (OD TCS)	-	-		
	Less: Current Maturity of Non-Current Borrowings	-	-		
		983.03	980.92		
	Unsecured				
	Preference Shares :				
	8,87,338 8.25% Non Convertible Redeemable Preference Shares	890.00	1,200.00		
		890.00	1,200.00		
	Inter Corporate Deposits from Related parties	388.00	475.16		
		388.00	475.16		
		2,261.03	2,656.08		
	Detail of * Redeemable Preference shareholders holding more than 5 % shares of the Company as on reporting date are given below:				
	Name of shareholder	As at 31st March, 2024		As at 31st March, 2023	
		No. of Shares	% of Holding	No. of Shares	% of Holding
	1. Saraf Housing Development Pvt Ltd	8,87,338	100%	11,96,410	100%
	* During the year the company redeemed 3,09,072 of Rs. 100.3 each preference shares at par amounting to Rs. 310 Lakhs				
	(a) Nature of security for secured borrowings are given below:				
	(i) The Term Loan Of Rs.1100 Lakhs from Bank is secured by first and exclusive Equitable Mortgage of Freehold Land & Building situated at Trichy and Puduchery and Leasehold land and building situated at Erode, and further secured by way of second charge on all existing and future receivables, current assets, inventories and moveable assets of the Company, present and future, and guaranteed by the Chairman and the Managing Director of the Company.				
	The Term Loan is repayable in 96 equated monthly instalments of Rs.1100 Lakhs each and the rate of interest is floating in the range of 7.5% to 8.08% p.a.				
	(ii) The Working Capital Term Loan (WCTL) under Guaranteed Emergency Credit Line (GECL) is secured by way of extension of charge on entire present and future current assets of the Company and second charge on Fixed Assets of the Company and guaranteed by the Chairman and Managing Director of the Company				
	(iii) The WCTL under ECLGS Scheme is repayable in 28 monthly instalments of Rs.2.46 Crores starting from June 2022 and the rate of interest is @ 9.25% p.a.				
	(iv) Vehicle Loans availed are secured by hypothecation of the respective vehicles				
16	Lease Liability				
	Lease Liability	5.37		17.37	
	Lease contracts entered by the Company majorly pertains to Land and Buildings taken on lease to conduct its business in the ordinary course. Interest on lease liabilities is Rs. 2.33 Lakhs for the year ended March 31, 2024. The Company incurred Rs.18 Lakhs for the year ended March 31, 2023 towards expenses relating to short-term leases. The total cash outflow for leases is Rs. 31.20 Lakhs for the year ended March 31, 2023 out of which Rs. 18 Lakhs relates to short-term lease payments.				
		5.37		17.37	
17	Other Financial Liabilities				
	Trade Deposits	128.08		127.88	
		128.08		127.88	

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023
		Rs. in Lakhs	Rs. in Lakhs
18	Deferred Tax Liabilities (Net) :		
	Deferred Tax Liabilities- (Asset) (Net) (**)	-	-
	(**) As a matter of Prudence, deferred tax asset has not been recognized in the financial statements		
19	Provisions-Non Current		
	Provision for Employee Benefits	66.17	68.21
		66.17	68.21
20	Borrowings - Current :		
	Secured		
	Loans repayable on demand		
	From Banks	360.50	-
	Current Maturity of Non-Current Borrowings	226.19	221.93
		586.69	221.93
	(a) Nature of security for secured borrowings are given below:		
	i) Cash Credit Loan from Bank is secured by way of first and exclusive hypothecation charge on all existing and future receivables, current assets, inventories and moveable assets of the Company and second charge on Fixed Assets of the Company and guaranteed by the Chairman and Managing Director of the Company		
21	Lease Liability		
	Lease Liability	12.00	10.87
		12.00	10.87
22	Trade Payables :		
	- Total outstanding dues of micro and small enterprises	13.20	22.31
	- Total outstanding dues of creditors other than to micro and small enterprises	274.53	300.20
		287.73	322.51

Trade Payable ageing Schedule as on 31-March-2024

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(a) Undisputed Dues - MSME	-	13.19	0.01	-	-	13.20
(b) Undisputed Dues - Others	237.60	33.80	0.39	-	0.04	271.83
(c) Disputed Dues - MSME	-	-	-	-	-	-
(d) Disputed Dues - Others	-	-	-	-	2.70	2.70
						287.73

The information as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) has been determined to the extent such parties have been identified on the basis of information received from suppliers regarding their status under the said act as available with the Company.

Trade Payable ageing Schedule as on 31-March-2023

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(a) Undisputed Dues - MSME	-	22.31	-	-	-	22.31
(b) Undisputed Dues - Others	281.45	16.01	0.01	-	0.04	297.51
(c) Disputed Dues - MSME	-	-	-	-	-	-
(d) Disputed Dues - Others	-	-	-	-	2.70	2.70
						322.51

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023
		Rs. in Lakhs	Rs. in Lakhs
23	Other Current Financial Liabilities :		
	Statutory dues Payables	47.39	73.08
	Other Liabilities	76.16	47.38
		123.55	120.46
24	Other Current Liabilities :		
	Advance from customers	8.77	9.69
		8.77	9.69
25	Provisions		
	Employee Benefits	31.41	29.15
		31.41	29.15
26	Revenue from Operations:		
	a) Sale of Products		
	Sale of Industrial Gases	4,335.18	4,477.37
	Sales of other products	5.91	5.58
		4,341.10	4,482.95
	b) Sale of Services		
	Cylinder holding charges collected	33.04	34.79
	Transport charges collected	151.76	193.58
	Net Revenue from Operations	4,525.90	4,711.32
	A) Nature of goods and services		
	The following is a description of principal activities separated by reportable segments from which the Company generates its revenue		
	a) The Company is engaged in the manufacturing and trading of Industrial Gases and primarily generates revenue from the sale of Industrial Gases and the same is only the reportable segment of the Company.		
	B) Disaggregation of revenue		
	In the following table, revenue is disaggregated by primary geographical market, major products lines and timing of revenue recognition		
	i) Primary Geographical Markets		
	Within India	4,525.90	4,711.32
	Outside India	-	-
	Total	4,525.90	4,711.32
	ii) Major Products		
	Industrial Gases	4,335.18	4,477.37
	Others	190.72	233.95
	Total	4,525.90	4,711.32
	iii) Timing of Revenue		
	At a point in time	4,525.90	4,711.32
	Over time	-	-
	Total	4,525.90	4,711.32
	iv) Contract Duration		
	Long Term	-	-
	Short Term	4,525.90	4,711.32
	Total	4,525.90	4,711.32
	In terms of the requirement of Ind As -115, revenue is recognized net of discounts, sales returns and Goods and Service Tax.		
27	Other Income:		
	Interest on Deposits	19.83	14.97
	Gain- (Loss) on foreign currency transactions and translation (Net)	0.66	0.18
	Profit- (Loss) on Fixed Assets sold/ discarded (Net)	4.66	0.00
	Liabilities and Provisions no longer required written back	1.24	23.93
	Miscellaneous Receipts and Claims	23.44	19.67
		49.84	58.75

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023
		Rs. in Lakhs	Rs. in Lakhs
28	Cost of Materials Consumed:		
	Opening Stock	4.28	22.45
	Add: Purchases	-	48.05
		4.28	70.50
	Less: Sales	0.00	(10.68)
	Less: Sale of Scrap (Empty Drums)	(0.05)	0.00
		4.23	59.82
	Less: Closing Stock	-	4.28
		4.23	55.55
	Details of Raw Materials Consumed		
	Calcium Carbide	4.23	55.55
	Others	-	-
29	Changes in Inventories:		
	Opening Inventories		
	Finished Goods	40.61	27.59
	Less: Closing Inventories		
	Finished Goods	36.63	40.61
		3.98	(13.02)
30	Employee Benefits Expenses:		
	Salaries and Wages	296.65	319.96
	Contribution to Provident and other Funds	19.52	19.17
	Employees Welfare Expenses	16.62	14.80
		332.79	353.93
31	Power and Fuel:		
	Power and Fuel	3,000.38	3,007.14
		3,000.38	3,007.14
32	Other Expenses:		
	Consumption of Stores and Spares	126.20	144.16
	Repairs to Buildings	21.72	21.47
	Repairs to Machinery	94.92	69.70
	Rates and Taxes	13.44	8.03
	Rent	18.00	18.00
	Insurance	18.34	17.60
	Auditors' Remuneration - (a)	1.30	1.30
	Travelling & Conveyance Expenses	13.35	34.08
	Freight and Forwarding Expenses (Net)	571.76	478.24
	Directors' Remuneration	93.00	90.50
	Miscellaneous Expenses	87.80	56.61
		1,059.84	939.69
	(a) Details of Auditors' Remuneration are as follows:		
	Audit Fees	1.00	1.00
	Taxation matters	0.30	0.30
		1.30	1.30
33	Finance Costs:		
	Interest Expenses	155.14	152.74
	Other Borrowing Costs	9.26	26.45
		164.41	179.19
34	Depreciation and Amortization Expenses:		
	Depreciation	332.79	326.10
	Amortization Expenses	0.59	0.59
		333.39	326.69
35	Tax Expenses		
	Current Tax		
	Current Tax for the year	-	-
		-	-
	Deferred Tax		
	Deferred Tax for the year	-	-
		-	-

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

36 Financial risk management objectives and policies

The Company's financial liabilities comprise loans and borrowings, security deposits, and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents.

The Company is exposed to market risk, interest rate risk, credit risk and liquidity risk. The Company's management ensures that the Company's 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. Managing Director, Chief Financial Officer and Business Heads reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. Financial instruments affected by market risk include trade payables, trade receivables, borrowings, etc.

i) **Foreign Currency Risk** : Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate

ii) **Interest rate risk** : The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligations with floating interest rates.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

Trade receivables

Customer credit risk is managed by the respective department subject to Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits as defined by the company. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each reporting date and write off/provision is made. The calculation is based on losses as per historical data.

The ageing analysis of the receivables (gross of provision) has been considered from the date the invoice falls due.

Trade Receivable	(Rs. in Lakhs)		
	0 to 180 days	> 180 days	Total
31st March 2024	543.66	67.46	611.12
31st March 2023	555.87	68.87	624.74

Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by Senior Management. Management monitors the Company's net liquidity position on the basis of expected cash flows.

Maturity profile of Financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

Financial Liabilities	(Rs. in Lakhs)				
	Within 12 months	Between 1 and 2 years	Between 2 and 5 years	Between 5 and 10 years	Total
31st March 2024					
Non Derivatives					
Borrowings	586.69	165.15	938.11	1,157.78	2,847.72
Trade Payables / Trade Deposits	287.73	-	128.08	-	415.81
Other current financial liabilities	123.55	-	-	-	123.55
Total Non derivative Liabilities	997.96	165.15	1,066.19	1,157.78	3,387.08
Derivatives					
Foreign Exchange Forward Contracts	-	-	-	-	-
Total derivative Liabilities	-	-	-	-	-
31st March 2023					
Non Derivatives					
Borrowings	221.93	186.81	875.09	1,594.18	2,878.01
Trade Payables / Trade Deposits	322.51	-	127.88	-	450.39
Other current financial liabilities	120.46	-	-	-	120.46
Total Non derivative Liabilities	664.90	186.81	1,002.97	1,594.18	3,448.86
Derivatives					
Foreign Exchange Forward Contracts	-	-	-	-	-
Total derivative Liabilities	-	-	-	-	-

37 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value and retaining healthy debt equity ratio.

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

38 Disclosures required by Ind AS 19 on "Employee Benefits":

Particulars	2023-2024	2022-2023
	Rs. in Lakhs	Rs. in Lakhs
i) Net employee benefit expense recognized in the employee cost		
Current service cost	6.01	4.31
Net Interest cost / (income) on benefit Liability / (Asset)	6.70	5.14
Expected return on plan assets	-	-
Past Service Cost	-	-
Net actuarial(gain) / loss recognized in the year (Other Comprehensive Income)	(4.91)	17.05
- change in financial assumptions	0.82	(1.21)
- experience variance (i.e. Actual experience vs assumptions)	(5.73)	18.26
Net benefit expense	7.80	26.50
Benefit asset/ liability		
Present value of defined benefit obligation	97.58	97.36
Fair value of plan assets	-	-
Plan asset / (liability)	97.58	97.36
Current	31.41	29.15
Non Current	66.17	68.21
	97.58	97.36
ii) Changes in the present value of the defined benefit obligation are as follows -		
Opening defined benefit obligation	97.36	77.91
Current service cost	6.01	4.31
Past service cost	-	-
Interest cost	6.70	5.14
Re-measurement of defined benefit obligation (Actuarial (gain) / loss)	(4.90)	17.06
Benefits paid	(7.59)	(7.06)
Closing defined benefit obligation	97.58	97.36
iii) Changes in the fair value of plan assets are as follows:		
Opening fair value of plan assets	-	-
Expected return	-	-
Contributions by employer	7.59	7.06
Benefits paid	(7.59)	(7.06)
Actuarial gains / (losses)	-	-
Closing fair value of plan assets	-	-
iv) The principal actuarial assumptions are as follows		
Discount rate	6.97%	7.16%
Salary increase	5.00%	5.00%
Withdrawal Rates	5.00%	5.00%
v) Amount incurred as expense for defined contribution plans		
Contribution to Provident / Pension fund	14.85	14.42
vi) The major categories of plan assets as a percentage of the fair value of total plan asset are as follows:		
Investment with Insurer	-	-
vi) A quantitative sensitivity analysis for significant assumptions is as below:		
Impact on gratuity defined benefit obligation		
Discount rate (-0.5/+0.5)%		
Sensitivity level - Increase	2.27	2.45
Sensitivity level - Decrease	(2.15)	(2.29)

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

	As at 31st March, 2024	As at 31st March, 2023
39 Contingent Liabilities and Commitments :	Rs. in Lakhs	Rs. in Lakhs
A. Contingent Liabilities		
(a). Claims against the company not acknowledged as debt:		
Excise Duty / Service Tax	31.56	35.42
Customs Duty	88.24	88.24
Income Tax	148.52	148.52
(b). Outstanding Letters of Credit and Bank Guarantees	466.51	413.04
B. Capital Commitments		
(a). Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
40 Segment Reporting		
Primary Segment Reporting (by Business Segment):		
Segments have been identified in line with the Indian Accounting standard on "Operating Segments" (Ind AS-108), taking into account the organisational structure, risk-return profile of individual business and internal reporting system of the Company. Based on this assessment the company has identified a single reportable primary business segment i.e., Industrial Gases. Hence no additional disclosures are required to be given other than those already given in these financial statements.		
	As at 31st March, 2024	As at 31st March, 2023
41 Earning per Share (EPS)		
Profit- (Loss) for the year (Rs. in Lakhs)	(323.27)	(79.08)
Weighted average number of shares used in the calculation of EPS:		
Weighted average number of Basic Equity Shares outstanding	50,42,385	48,02,271
Weighted average number of Diluted Equity Shares outstanding	50,42,385	48,02,271
Face value of per share (Rs.)	10	10
Basic EPS - Rs. per Equity Share	(6.60)	(1.65)
Diluted EPS - Rs. per Equity Share	(6.60)	(1.65)
42 Related Party Disclosures:		
A. Disclosure on Related Parties as required by Ind AS-24 "Related Party Disclosures" are given below:		
All the contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.		
a) Key Management Personnel of the Company :-		
i) Shri. G.N. Saraf	Chairman	
ii) Shri. Rajesh Kumar Saraf	Managing Director	
iii) Smt. Sarita Saraf	Director	
b) Enterprises over which certain Key Management Personnel (K.M.P) exercise significant influence :-		
i) Pondicherry Agro Foods Pvt. Ltd. (PAF)		
ii) ECA Gases LLP (ECA)		
iii) Saraf Housing Development P. Ltd (SHD)		
c) Relatives of Key Management Personnel of the Company		
B. The particulars given above have been identified on the basis of information available with the company.		
	(Rs. in Lakhs)	
	2023-24	2022-2023
	Enterprises over which K.M.P exercise significant influence	Key Management Personnel & their relatives
	Enterprises over which K.M.P exercise significant influence	Key Management Personnel & their relatives
Transactions for year ended 31st March:		
Sales of Products (Gross)	-	10.68
Purchase of Goods (Gross)	53.43	13.39
Interest paid	12.99	35.99
Managerial Remuneration (incl. perquisites)	-	93.43
Director's Sitting Fees	-	-
Rent paid	-	18.00
Lease Payments made during the year	-	13.20
Redemption of Preference Shares	310.00	-
Issue of Equity Shares on Preferential Basis	312.15	-
Outstanding balances as at 31st March:		
Trade Payables & Other Liabilities	-	2.34
Investments	4.53	5.07
Unsecured Loans received	388.00	475.16
Redeemable Preference Shares	890.00	1,200.00

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

		As at 31st March, 2024	As at 31st March, 2023				
		Rs. in Lakhs	Rs. in Lakhs				
C	Key Managerial Personnel:						
	Managerial Remuneration (including perquisites) *						
	Remuneration	93.00	90.50				
	Contribution to Provident Fund	0.43	0.41				
		93.43	90.91				
	* Excluding gratuity, leave encashment payable						
	Rent paid	18.00	18.00				
	Lease Payments made during the year	13.20	13.20				
43	Additional Regulatory Information as per the requirements of Revised Schedule III of the Companies Act, 2013						
	To the best of information of management of the Company, Additional regulatory information required to be given pursuant to Gazette notification for Amendments in Schedule III to Companies Act, 2013 dated 24 March 2021 effective from 01 April 2021 is disclosed wherever applicable. Further, the following disclosures are not applicable to the Company :						
	i) Disclosure on Revaluation of property, plant and equipment and intangible assets from Registered Valuers is not applicable to company.						
	ii) No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (us of 1988) an rules made thereunder.						
	iii) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.						
	iv) <u>Transactions with Struck off Companies*</u>						
	During the year, the Company has not entered into any transaction with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.						
	* based on information available as on the date of reporting.						
	v) The Company does not have any subsidiary, Joint Venture or associate, hence compliance with clause (87) of section 2 and section 186 (1) of the Companies Act, 2013 and Rules made thereunder regarding the number of layers. is not applicable to the company.						
	vi) The Company has not carried out any scheme of arrangement which is approved by regulatory authorities during the year.						
	vii) The Company has not traded or invested in Crypto currency or virtual currency during the financial year.						
	viii) There are no transactions recorded in books of account reflecting surrender/ disclosure of income in the assessment under Income Tax Act, 1961.						
	ix) During the year no loans / advances in the nature of Loans have been given to Promoters, Directors, KMP and Related Parties.						
	x) In the opinion of the Management, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether , directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries.						
	xi) In the opinion of the Management, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entity ("funding parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.						
	xii) Charges or satisfaction yet to be registered with Registrar of Companies (ROC) beyond the statutory period are NIL.						
44	The Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31 March 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendments Rules, 2023, applicable from 1 April 2023.						
45	Key Ratios:						
	Particulars	Numerator	Denominator	For year ended 31st March 2024	For year ended 31st March 2023	% Variance	Remarks
	Current ratio	Current Assets	Current Liabilities	0.85	1.51	-43.95%	The ratio variance is largely due to a substantial rise in Current Borrowings, driven by the utilization of previously untapped cash credit limits compared to the previous year
	Debt-equity ratio	Total Debt	Shareholder's Equity	(28.49)	(30.89)	-7.75%	
	Debt service coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + other	Debt service = Interest & Lease Payments + Principal Repayments	0.27	1.05	-74.00%	The variance in the ratio is attributable to increased losses and finance costs in the current year compared to the previous year

NATIONAL OXYGEN LIMITED
Notes to the Financial Statements (Contd..)

Particulars	Numerator	Denominator	For year ended 31 st March 2024	For year ended 31 st March 2023	% Variance	Remarks
Return on equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.84	0.43	92.67%	The variance in the ratio is attributed to increased losses in the current year compared to the previous year.
Inventory turnover ratio	Sales	Average inventory =(Opening + Closing balance / 2)	10.63	11.71	-9.26%	
Trade receivables turnover ratio	Net Credit Sales	Average trade debtors = (Opening + Closing balance / 2)	8.51	9.08	-6.33%	
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	10.88	10.23	6.36%	
Net capital turnover ratio	Net Sales	Working Capital = Current assets minus current liabilities.	(27.84)	12.98	-314.47%	The ratio variance is largely due to a substantial rise in Current Borrowings, driven by the utilization of previously untapped cash credit limits compared to the previous year
Net profit ratio	Net profit after tax	Net Sales	(0.07)	(0.02)	325.49%	The variance in the ratio is attributed to increased losses in the current year compared to the previous year.
Return on capital employed	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	(0.06)	0.04	-259.85%	The variance in the ratio is attributed to increased losses in the current year compared to the previous year.

46 Additional information pursuant to paragraphs 5 (viii) of Part II of Schedule III to the Companies Act, 2013 are follows:

A C.I.F. value of imports by the Company

Raw Materials:

As at 31st March, 2024 **As at 31st March, 2023**

Rs. in Lakhs Rs. in Lakhs

Calcium Carbide
Stores & Spares

- 43.84
- -

B Expenditure in foreign currency during the year:

- -

C Value of Raw Materials and Stores and Spares consumed during the year :

Raw Materials :

Value (Rs. in Lakhs) Percentage (%)

	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Imported	4.23	55.55	100.00%	100.00%
Indigenous	-	-	0.00%	0.00%
	4.23	55.55	100.00%	100.00%
Stores and Spares:				
Imported	2.48	39.45	1.96%	27.37%
Indigenous	123.73	104.71	98.04%	72.63%
	126.20	144.16	100.00%	100.00%

47 The previous figure has been reclassified- rearranged - regrouped wherever necessary

As per our report of even date annexed,
For PSDY & ASSOCIATES
Chartered Accountants
Firm Registration Number :010625S

For and on behalf of the Board

Sd/-
(VIKRAM SINGHVI)

Partner
Membership No. 227334
UDIN : 24227334BKASIP3783
Date : 22-05-2024
Place : Chennai

Sd/-
AKHIL PALIWAL
Company Secretary
M.No.A61761

Sd/-
P.RAMALINGA SRINIVASAN
Chief Financial Officer

Sd/-
G.N. SARAF
Chairman
DIN: 00007320

Sd/-
RAJESH KUMAR SARAF
Managing Director
DIN: 00007353