



## ADDI INDUSTRIES LIMITED

Regd. Office : A - 104, 3rd Floor, DDA Shed,  
Okhla Industrial Area Phase-II, New Delhi-110020  
TEL. : 011-45025469  
E-MAIL : addiind@gmail.com, atul.addi@gmail.com  
WEB : www.addiindustries.com  
CIN No. : L51109DL1980PLC256335  
GSTIN : 07AAACA7660H1ZQ

September 05, 2024

Listing Centre

The Listing Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street Fort  
Mumbai - 400001

Scrip Code: 507852

Subject: Submission of Annual Report 2023-24 and Notice of 42<sup>nd</sup> Annual General Meeting of the Company.

Dear Sir/Madam,

Pursuant to Regulation 34(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Please find enclosed herewith copy of Notice convening the 42<sup>nd</sup> Annual General Meeting and Annual Report of the Company for the financial year ended March 31, 2024 (2023-24) which is also being sent by electronic mode to the members of the Company in due compliance with Listing Regulations.

Further, the 42<sup>nd</sup> AGM of the Shareholders of the Company will be held on Monday, September 30, 2024 at 9.00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Annual Report and AGM Notice of the Company are also available on the website of the Company at [www.addiindustries.com](http://www.addiindustries.com).

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has fixed Monday, September 23, 2024 as the cut-off date to ascertain the eligibility of the Members of the Company entitled to vote electronically on all the resolutions, as per the procedure and other details mentioned in the AGM Notice.

You are requested to take the above information on record and oblige.

Thanking you

Very truly yours

ADDI INDUSTRIES LIMITED

TARANJEET  
KAUR

Digitally signed by  
TARANJEET KAUR  
Date: 2024.09.05 17:57:08  
+05'30'

Taranjeet Kaur  
Company Secretary  
Membership No. 8991  
Encl. : As above



# NOTICE

## 42nd ANNUAL GENERAL MEETING 2023-24



**ADDI INDUSTRIES LIMITED**

CIN: L51109DL1980PLC256335

**Regd. Office:** A-104, Third Floor, Okhla Industrial Area  
Phase – II, New Delhi 110020

**NOTICE****TO ALL MEMBERS**

**NOTICE** is hereby given that the Forty Second (42nd) Annual General Meeting (AGM) of the Members of **Addi Industries Limited** will be held on **Monday, September 30, 2024, at 9.00 A.M.** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") with their virtual presence to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company both the Standalone and Consolidated for the financial year ended 31st March 2024, the reports of the Board of Directors and the Auditors thereon.
2. To declare a dividend of Rs. 1.25 per equity shares of the face value of Rs. 5 each, of the Company for the financial year ended March 31, 2024.
3. To appoint a Director in place of Mr. Chaman Lal Jain (DIN No. 00022903), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS****4. Appointment of Ms. Apra Sharma (DIN: 10149103) as an Independent Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to recommendation of the Nomination & Remuneration Committee and the Board of Directors, **Ms. Apra Sharma (DIN: 10149103)** who has been appointed as an Additional Director in the capacity of an Independent Director of the Company with effect from August 13, 2024 who has submitted a declaration that She meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for appointment, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member and who holds office as such upto the date of ensuing 42nd Annual General Meeting, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five years with effect from August 13, 2024 till August 13, 2029.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

**For & on behalf of the Board  
Addi Industries Limited**

**Sd/-**

**Chaman Lal Jain  
Managing Director  
DIN: 00022903**

**Dated: 13.08.2024**

**Place: New Delhi**

**Registered Office:** A-104, Third Floor,  
Okhla Industrial Area, Phase II, New Delhi 110020

**CIN:** L51109DL1980PLC256335

**Telephone No.:** 011-45025459

**Website:** addiindustries.com

**E-mail:** atul.addi@gmail.com

**Notes:**

- a) In view of Covid-19 pandemic, Ministry of Corporate Affairs (MCA) General Circular Ref. Nos. 2/2022 dated 05.05.2022, 10/22 dated 28.12.2022 and 09/2023 dated 25.09.2023 and other relevant circulars of MCA and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07.10.2023 and other relevant circulars (permitted to conduct the Annual General Meeting (AGM) through Video Conferencing / Other Audio Visual Means (VC/OAVM) without the physical presence of the members at the common venue. In compliance with these MCA Circulars, the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Annual General Meeting of the members of the Company is being held through VC/OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
- b) Since this AGM is being held 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 and Attendance Slip and route map are not annexed to this Notice. However, Bodies Corporate are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Corporate members intending to attend/vote at AGM through VC / OAVM by their authorized representative(s) pursuant to Section 113 of the Companies Act, 2013 are requested to send their Certified True Copy of the resolutions/ Power of Attorney to the Scrutinizer by e-mail at legal2015js@gmail.com with a copy marked to RTA- beetalta@gmail.com authorizing their representatives to attend and vote on their behalf at the Annual General Meeting of the Company and to vote through remote e-voting
- c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 ("the Act").
- d) In view of the above, we request you to submit the KYC and Nomination details at the earliest to the Company's Registrar and Share Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited
- e) In case of joint holders attending the meeting, the person who is first in order of names recorded in the Register of Members will be entitled to attend and vote at the AGM.
- f) The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, Secretarial Standard – 2 and Regulation 36 of the Securities and Exchange Board of India (Listing obligations and disclosure Requirements) Regulation, 2015, Setting out material facts in respect of special business to be transacted at 42nd Annual General Meeting in annexed hereto
- g) The relevant documents referred to in the accompanying Notice of Meeting and in the Explanatory Statement are open for electronic inspection by the Members of the Company upto the date of this Meeting. Members seeking to inspect such documents can send an email to atul.addi@gmail.com.
- h) Pursuant to the Listing Agreement(s) pertaining to Corporate Governance, the particulars of Directors seeking appointment and re-appointed are annexed hereto and form part of this Notice.
- i) A Statement u/s 129 of the Companies Act, 2013, in respect of the Subsidiary Company, Aum Texfab Private Limited., is contained hereinafter with the Consolidated Financial Statements. The Annual Accounts of the Subsidiary Company and the related detailed information will be made available to the Holding and Subsidiary Company Investors seeking such information at any point of time. The Annual Accounts of the Subsidiary Company has been kept open for electronic inspection by any investor upto the date of this Meeting. Investors seeking to inspect such documents can send an email to atul.addi@gmail.com .
- j) the Register of Members and the Share Transfer Books of the Company will remain closed from the 24th September, 2024 to 30th September, 2024 (both days inclusive) for the purpose of this AGM and for determining the members entitlement of final dividend for the financial year ended March 31, 2024, if approved at the AGM.

The dividend of Rs. 1.25 per equity share of Rs. 5 each (25%), if declared at the AGM, will be paid subject to deduction of tax at source ('TDS'), as under:

- (i) To all the Beneficial Owners as at the end of the day on Monday, 23rd September, 2024, as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and
- (ii) To all Members in respect of shares held in physical form after giving effect to valid transmission and transposition in respect of valid requests lodged with the Company as of the close of business hours on

Monday, 23rd September, 2024

- (iii) For the members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to them.
- k) In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 23-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the website of the Company at [www.addiindustries.com](http://www.addiindustries.com), websites of the Stock Exchange, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

**1. National Electronic Clearing Service (NECS) Facility:**

- i) Members holding shares in physical form who wish to avail NECS facility may authorize the Company with their NECS mandate in the prescribed form, which can be downloaded from the Company's website i.e. [www.addiindustries.com](http://www.addiindustries.com) and the requests for payment of dividend through NECS should be sent latest by 20th September, 2024 at [atul.addi@gmail.com](mailto:atul.addi@gmail.com).
- ii) Members holding shares in demat form who wish to avail NECS facility, may send mandate in the prescribed form to their respective Depository Participants.

Shareholders may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020, shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making payment of the dividend, if approved at AGM. In order to enable the Company to determine the appropriate TDS rate, as applicable, shareholders are requested to submit their documents in accordance with the provisions of the Income Tax Act, 1961 by 20th September 2024.

- m) Members may please note that SEBI has made Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. SEBI has also made it mandatory for submission of PAN in the following cases: (i) Deletion of name of the deceased Member(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares.

The Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated November 3, 2021 it is mandatory for Members holding shares in physical form to register their PAN, KYC details, Bank particulars and Nomination against their folio no. PAN is also required to be linked to Aadhar No. by the Members to be considered as valid PAN.

Members holding shares in physical form are requested to provide Form ISR1, ISR2 and Nomination Form duly filled and signed along with the hard copy of the following self-attested documents to M/s. Beetal Financial & Computer Services Private Limited for registration against their respective folio(s):

- Identity Proof:
- Copy of PAN card/ Aadhar Card
- Address Proof: Copy of Aadhar Card/ Passport/ client Master List/ Utility Bill not over 3 months old
- Bank Details: Copy of the cancelled cheque stating the name of the Member as account holder
- Contact Details: Mobile no., e-mail id
- Nomination: Please provide Form SH13 duly filled and signed.
- In the absence of any of the above information registered against your folio no., your folio no. will be frozen for any updation/ dividend payment in accordance with the aforesaid Circular.
- Form ISR1, ISR2 and Nomination forms are available on the website of Company <https://www.addiindustries.com> and on the website of our Registrar and Transfer Agent at <https://www.beetalfinancial.com/>

In view of the above, we request you to submit the KYC and Nomination details at the earliest to the Company's Registrar and Share Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/

exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website and on the website of the Registrar and Share Transfer Agents (RTA) of the Company. It may be noted that any service request can be processed only after the folio is KYC Compliant.

- n) The Equity Shares of Rs. 10/- each of the Company have been sub-divided/ splitted-up into 2 new Equity Shares of Rs. 5/- each fully paid-up. All those Shareholders, who are still holding the Shares in physical form and have not yet got their Share Certificates of Rs. 10/- each exchanged for new Share Certificates of Rs. 5/- each, are requested to send the same to the Regd. Office of the Company at A-104, Third Floor, Okhla Industrial Area, Phase II, New Delhi 110020 for exchange thereof.
- o) The Company's Equity Shares continue to remain listed on the BSE Ltd., and the listing fee has been duly paid.
- p) The Equity Shares of the Company are dematerialised and the trading has to be compulsorily in demat mode. Those Shareholders who have not yet got their equity shares dematerialised may approach the Depository Participant with whom they are maintaining account, for getting their Shares dematerialised.
- q) The Company has appointed M/s. Beetal Financial & Computer Services Private Limited., Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Das Mandir, New Delhi-110062, as its Registrar & Transfer Agents (hereinafter referred to as "Beetal") Shareholders may write to them also directly, or communicate with the Company at its Regd. Office, as they may like. (E-mail id of RTA - beetalrta@gmail.com)

#### **Voting Through Electronic Means**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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

- Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on **Friday, September 27, 2024 at 9.00 A.M.** and ends on **Sunday, September 29, 2024 at 5.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Monday, September 23, 2024**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be

able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

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

Type of share-holders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>

<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & 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 above mentioned website.

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

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

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

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

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

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



- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Addi Industries Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [atul.addi@gmail.com](mailto:atul.addi@gmail.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**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

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

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [atul.addi@gmail.com](mailto:atul.addi@gmail.com) or [beetalrta@gmail.com](mailto:beetalrta@gmail.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.

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

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

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

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 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.
2. Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
3. Members are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. 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.
6. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at atul.addi@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at atul.addi@gmail.com . These queries will be replied to by the company suitably by email.

Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

#### **INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those members, 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.
3. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members attending the meeting.
4. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

#### **Other Instructions:**

- i) The Company has appointed Ms. Jyoti Sharma, Company Secretary in whole-time practice of JVS & Associates as Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner. The Scrutinizer(s) shall within a period not exceeding 3 (three) days from the conclusion of the e-Voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make Scrutinizers' Report of the votes cast in favour or against, if any, forthwith to the Managing Director of the Company.
- ii) The Result on resolutions shall be declared on or after the AGM of the Company.  
The Result declared along with the Scrutinizers' Report shall be communicated to the stock exchange.
- iii) Members are requested:
  - (a) To quote their Folio No./DP Id - Client Id and e-mail ID in all correspondence; and
  - (b) To please note that no gift or gift coupons will be distributed at the meeting.

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

##### **Item No. 4**

The Board of Directors, on the recommendation of Nomination Remuneration Committee ("NRC") approved appointment of Ms. Apra Sharma (DIN: 10149103) as Additional Directors (in the capacity of Independent Directors) of the Company, who shall hold office as such till this Annual General Meeting ("AGM"). Further, Board of Directors has recommended the appointment of Ms. Apra Sharma as Independent Directors for a term of five consecutive years i.e. up to August 13, 2029, for approval of the Members of the Company.

The Company follows a robust process for Board appointments and succession, which is a hallmark of a forward-thinking, future-ready and progressive board. The Board deliberates on various factors including current tenure of board members, anticipated vacancies in key board positions, skill matrix including skill-gaps, diversity, time-commitment and statutory requirements etc. The appointment of Ms. Apra Sharma has been made by the Board to address the long term requirement of the Company and to ensure smooth transition in key board positions. In the opinion of the Board, **Ms. Apra Sharma (DIN: 10149103)** fulfill the conditions specified in the Companies Act, 2013 (the "Act"), rules made thereunder and SEBI (Listing obligations and disclosure requirements) Regulations



2015 ("Listing Regulations") for appointment as Independent Directors of the Company and are independent of management of the Company. Brief profile of **Ms. Apra Sharma** is attached to the notice.

None of the Directors, KMP's of the company and their relatives thereof are interested in the proposed resolution. The Board of Directors recommend passing of the resolution set out in the Item No. 4 of this notice.

**For & on behalf of the Board  
Addi Industries Limited**

**Dated: 13.08.2024**

**Place: New Delhi**

**Registered Office:** A-104, Third Floor,  
Okhla Industrial Area, Phase II, New Delhi 110020

**CIN:** L51109DL1980PLC256335

**Telephone No.:** 011-45025459

**Website:** [addiindustries.com](http://addiindustries.com)

**E-mail:** [atul.addi@gmail.com](mailto:atul.addi@gmail.com)

**Sd/-  
Chaman Lal Jain  
Managing Director  
DIN: 00022903**

**Details of Directors seeking retiring by rotation / seeking re-appointment and Appointment of Director at the Annual General Meeting at the AGM**
**(Pursuant to Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015) and Under Secretarial Standard 2 on General Meetings (SS-2) :**

S. No.	Particulars	Mr. Chaman Lal Jain
1.	Date of Birth & Age	08.09.1944 ; 79 years
2.	DIN	00022903
3.	Date of First Appointment on the Board of Directors of the Company	01.10.1988
4.	Qualifications	B. Com
5.	Brief Resume	Mr. Chaman Lal Jain, is a promoter director and designated as Managing Director of the Company since 01.10.1988. He has about 56 years of rich experience in Textile Industry
6.	Expertise in specific functional area	He is having experience in Setting up of the textile business and makes it possible for an upward surge in its business activities, turnover / exports and profitability over the years and efficiently manages day-to-day monitoring and exercise effective control over the affairs of the Company.
7.	Experience	56 years
8.	Directorship held in other Public Companies*	None
9.	Membership/Chairmanship of Committees**	None
10.	No. of Equity Shares held in the Company	1745818
11.	Relationship with other directors	Related to Mr. Hari Bansal (Father-son)
12.	Number of Meetings of the Board attended during the year 2023-24	4(Four)
13.	Terms and conditions of appointment/re-appointment	Liable to retire by rotation. As per the resolution passed by the Members at the Annual General Meeting held on 30th September, 2024
14.	Remuneration last drawn by such person, if applicable and Remuneration sought to be paid	24 Lakhs as per existing terms and Conditions.
15.	Directorship held in other Companies as on 31st March 2024 (along with listed entities from which the person has resigned in the past three years	None

S. No.	Particulars	Ms. Apra Sharma
1.	Date of Birth & Age	28/09/1986 ; 38 years
2.	DIN	10149103
3.	Date of First Appointment on the Board of Directors of the Company	13 August 2024
4.	Qualifications	B.Com, Company Secretary
5.	Brief Resume	Ms. Apra Sharma is B.com Graduate and Member of Institute of Company Secretary of India. She has 13 year experience in Corporate Governance.
6.	Expertise in specific functional area	Company Law and Corporate Governance
7.	Experience	13 years

8.	Directorship held in other Public Companies*	1. Swagtam Trading And Services Limited 2. Golkonda Aluminium Extrusions Limited 3. Franklin Industries Limited 4. Rajnish Retail Limited 5. Sipul Enterprises Limited 6. Healthy Life Agritec Limited 7. Nimstech Industries Limited
9.	Membership/Chairmanship of Committees**	<b>1 Swagtam Trading And Services Limited</b> a. Audit Committee (Chairman / Member) b. Stakeholder Committee (Chairman / Member) <b>2. Rajnish Retail Limited</b> a. Audit Committee (Member) b. Stakeholder Committee (Member) <b>3. Franklin Industries Limited</b> a. Audit Committee (Member) b. Stakeholder Committee (Member) c. Nomination and Remuneration Committee (Member)
10.	No. of Equity Shares held in the Company	None
11.	Relationship with other directors	Not Related
12.	Number of Meetings of the Board attended during the year 2023-24	Not Applicable
13.	Terms and conditions of appointment/re-appointment	As recommended by NRC and approved by the members in ensuing Annual General Meeting.
14.	Remuneration last drawn by such person, if applicable and Remuneration sought to be paid	Not Applicable
15.	Directorship held in other Companies as on 31st March, 2024 from which the person has resigned in the past three years	Rita Finance And Leasing Limited (Resigned on 02.09.2023)

\*excluding Foreign, Private Limited Companies, section 8 and Limited Liability Partnership Firm.

\*\*Includes only Audit and Shareholders/Investor Grievance Committee other than Addi Industries Limited.

**42nd  
ANNUAL REPORT  
2023-24**



**ADDI INDUSTRIES LIMITED**

CIN: L51109DL1980PLC256335

**Regd. Office:** A-104, Third Floor, Okhla Industrial Area  
Phase – II, New Delhi 110020

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**BOARD OF DIRECTORS**

Mr. Chaman Lal Jain	Managing Director
Dr. Bijoya Kumar Behera	Independent Director (Upto March 31, 2024)
Mr. Vishnu Bhagwan Aggarwal	Independent Director (Upto March 31, 2024)
Dr. Kusum Chopra	Independent Director
Mr. Hari Bansal	Non-Executive Director
Mr. Achal Kapoor	Independent Director
Mr. Subrata Panda	Independent Director
Ms. Apra Sharma	Additional Director, Independent Director (with effect from August 13, 2024)

<b>BOARDS COMMITTEES</b>	:	Audit Committee
	:	Nomination and Remuneration Committee
	:	Stakeholder Relationship Committee

**CHIEF FINANCIAL OFFICER** : Mr. Atul Jain

**COMPANY SECRETARY** : Ms. Taranjeet Kaur

**BANKERS** : Punjab National Bank  
HDFC Bank Limited

**AUDITOR** : B.R. Gupta & Co.  
Chartered Accountants  
K-55, Connaught Circus  
New Delhi-110 001

**REGISTERED OFFICE** : ADDI INDUSTIRES LIMITED  
CIN: L51109DL1980PLC256335  
A- 104, Third floor, Okhla Industrial Area  
Phase – II, New Delhi 110020,  
Phone: 011-45025469, Email: addiind@gmail.com

**REGISTRAR & SHARE  
TRANSFER AGENT** : Beetal Financial & Computer Services Private Limited  
CIN: U67120DL1993PTC052486  
Regd & Admn. Office: BEETAL HOUSE, 3rd Floor, 99 Madangir,  
Behind Local Shopping Centre, Near Data Harsukhdas Mandir,  
New Delhi-110062,  
Phone: 011-29961281, 29961282, Fax: 011-29961284  
Email: beetalrta@gmail.com

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**DIRECTOR'S REPORT****Dear Members**

Your Directors take immense pleasure in presenting the 42nd Annual Report together with the Audited Financial Statements (Standalone and Consolidated) showing the financial position of the Company for the financial year ended March 31, 2024.

**Financial Results**

The performance of your Company for the financial year ended March 31, 2024 is summarized below:

(Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	Current year 31-03-2024	Previous year 31-03-2023	Current year 31-03-2024	Previous year 31-03-2023
Turnover & other Income (incl. Exports)	726.89	391.94	742.64	405.12
Gross Profit before financial exp. & depreciation	633.32	304.62	648.81	317.18
Less: Finance Cost	1.91	1.39	1.91	1.39
Less: Depreciation	13.93	13.79	13.93	13.79
Exceptional Items	-	1829.56	-	1829.56
<b>Net Profit/(Loss) before Tax</b>	<b>617.48</b>	<b>2119.00</b>	<b>632.97</b>	<b>2131.89</b>
Less: Provision for Taxation	75.73	290.90	77.92	291.81
Less: Income Tax adj. for earlier years	13.71	5.44	13.71	5.44
Less: Adj. for deferred tax	74.72	130.59	74.72	130.59
Mat credit entitlement	-	-	-	-
<b>Net Profit /(Loss) after tax</b>	<b>453.32</b>	<b>1692.68</b>	<b>466.62</b>	<b>1704.05</b>
Add: Amount b/f from last year	5354.03	3661.44	5487.47	3783.52
Impact of carrying amount of asset Where remaining useful life is Nil	-	-	-	-
Other comprehensive Income	(1.20)	(0.09)	(1.20)	(0.09)
<b>Balance transferred to Balance Sheet</b>	<b>5806.15</b>	<b>5354.03</b>	<b>5952.89</b>	<b>5487.47</b>

**Indian Accounting Standards**

The Financial Statements for the year ended on March 31, 2024 have been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015, prescribed under Section 133 of the Companies Act, 2013 ('the Act') and other recognized accounting practices and policies to the extent applicable.

**Dividend**

Pursuant to the Requirements of Regulation 43A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), the Company has formulated its Dividend Distribution Policy, the details of which are available on the Company's website at [www.addiindustries.com](http://www.addiindustries.com).

After considering the Company's financials, the Board of Directors of your Company is pleased to recommend a Dividend of Rs. 1.25 (One Rupee 25 Paisa) (previous year Rs. 1.25) per equity share of face value Rs. 5/- each (i.e. 25%) for the financial year ended on March 31, 2024 in consonance with the Company's Dividend Distribution Policy. The payment of Dividend shall be subject to deduction of applicable Tax at source as per the prescribed rate under Income Tax Act, 1961 and relevant rules framed thereunder.

The dividend as recommended by the Board of Directors, if approved by the members, would be paid to those members whose name appear in the register of members/register of beneficial owners as per the data made available by the depositories as on the Record Date mentioned in the Notice convening the ensuing Annual General Meeting of the Company.

**Transfer to Reserve**

The Company has not transferred any amount to the general reserves during the current financial year.

**Share Capital**

During the year under review there were no changes in the capital structure of the Company.

**Operations**

The Company has added a new line of business of real estate to diversify the income source of the Company and to strengthen its capital base and balance sheet to augment the long-term resources for meeting funds requirements of its business activities. However the Company still exploring market to invest in real estate.

**Future Business Prospects**

The Board of Directors have been exploring and assessing various available business propositions for diversification including, inter-alia, the manufacturing of Woven Garments, for better prospects, and for augmenting the resources & the profitability of the Company. The Directors are hopeful of improved working results in the ensuing period.

The Company will continue to explore various options to strengthen its capital base and balance sheet to augment the long-term resources for meeting funds requirements of its business activities, the future growth opportunities, general corporate purposes and other purposes. Strict monitoring is being done to cut down costs and overheads wherever feasible to make the product more price competitive. The Company is also exploring market to get business in other areas also.

**Technology upgradation, modernisation-cum-diversification**

The Company has not incurred any expenditure on technology upgradation & modernization of machinery and equipment during the year under report and during the preceding year.

**Finances**

Your Company continues to have the support of its Bankers, Punjab National Bank and HDFC Bank Limited, for the working capital requirements commensurate with its business activities on need basis.

**Deposits**

During the year under review, your Company has not accepted any public deposits within the meaning of Section(s) 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and as such no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

**Particulars of Loans, Guarantees or Investments**

The Company has not given any loans or guarantees covered under the provisions of Section 186 of the Act.

The details of the investments made by Company are given in the notes to the financial statements.

**Internal Financial Control Systems and their adequacy**

The Company has an internal control system, commensurate with the size, scale and complexity of its operations. The scope and authority of the internal audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the internal audit function reports to the Chairman of the Audit Committee of the Board and to the Managing Director.

Rajeev Shagun Gupta & Co were appointed as Internal Auditors for a term of 5 years in terms of Section 138 of the Act read with the Companies (Accounts) Rules, 2015 monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations, if any, along with corrective actions thereon are presented to the Audit Committee of the Board.

**Directors and Key Managerial Personnel (KMP)****Appointment and Re-appointment of Directors:**

As per the provisions of Section 152 of the Companies Act, 2013, Mr. Chaman Lal Jain, Director, retires by rotation at the ensuing 42nd Annual General Meeting (AGM) and is eligible for re-appointment. Board of Directors recommends his re-appointment.

The Board of Directors has appointed Mr. Achal Kapoor and Mr. Subrata Panda w.e.f. August 11, 2023 as additional Director (non-executive and independent) of the Company. They have been appointed as Independent Director in 41st Annual General Meeting (AGM) of the Company for a period of five year with effect from August 11, 2023 till August 10, 2028.

The Board of Directors appointed Ms. Apra Sharma w.e.f. August 13, 2024 as an Additional Director (Non-Executive and Independent) of the Company.

**Resignation of Directors:**

Mr. Vishnu Bhagwan Agarwal and Mr. Bijoy Kumar Behera Ceased to be Non-Executive and Independent Directors of the Company upon completion of tenure at the close of business hours on March 31, 2024

The Board appreciates their period of directorship in the company. The Board of Directors places on record its deep sense of appreciation for the valuable contributions and guidance provided by Mr. Vishnu Bhagwan Agarwal and Mr. Bijoy kumar Behera during their tenure as Non-Executive and Independent Directors of the Company.

**Key Managerial Personnel:**

As on 31st March 2024, Mr. Chaman Lal Jain, Managing Director, Mr. Atul Jain, Chief Financial Officer and Ms. Taranjeet Kaur, Company Secretary are the Key Managerial Personnel of the Company.

There was no change in the compositions of KMP during the period under review.

**Declaration by Independent Director**

In accordance with Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the Listing Regulations, all Independent Directors have from time to time submitted declarations confirming that they meet the criteria as mentioned in Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Companies Act, 2013. The Independent Directors have also individually and severally confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Further, the Board after taking these declarations/disclosures on record and acknowledging the veracity of the same, opined that the Independent Directors of the Company are persons of integrity and possess the relevant expertise and experience (including the proficiency), fulfills the conditions specified in the Listing Regulations and the Companies Act, 2013 for appointment of Independent Directors and are independent of the Management.

**Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the various Committees. The evaluation process focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors on parameters such as attendance, contribution and independent judgment. The Directors expressed their satisfaction with the evaluation process.

**Board Diversity**

The Company recognizes the importance and benefits of having the diverse Board to enhance quality of its performance.

The Company believes that a diverse Board will enhance the quality of the decisions made by the Board by utilizing the different skills, qualification, professional experience, gender, knowledge etc. of the members of the Board, necessary for achieving sustainable and balanced growth of the Company. The Board of Directors on the recommendations of the Nomination and Remuneration Committee has adopted a Policy on Diversity of Board of Directors in terms of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Nomination and Remuneration Policy**

The Board on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment including criteria for determining qualifications, positive attributes of Directors, Key Managerial Personnel (KMP), Senior Management and their remuneration. The brief detail of the Policy is stated in the Corporate Governance Report.

**Committees of the Board**

As on 31st March, 2024, the Board has Three (3) committees namely, Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. A detailed note on the composition of the Committees is provided in the Corporate Governance Report, which forms an integral part of the Board's Report.

**Number of Meeting(s) of the Board and Committees**

A Calendar of Meetings is prepared and circulated in advance to the Directors.

During the year four (4) Board Meetings and four (4) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. During the year under review one of each meetings of Nomination and Remuneration Committee and Stakeholders Relationship Committee have been held, the details of which are given in the Corporate Governance Report.

**Directors' Responsibility Statement**

In terms of Section 134(5) of the Companies Act, 2013 the directors would like to state that:

- i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) The directors have selected such accounting policies and have applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting any fraud or other irregularities;
- iv) The directors have prepared the annual accounts on a going concern basis;
- v) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**Related party transactions**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with the Company at large. Accordingly, no transactions are being reported in Form AOC-2 in terms of Section 134 of the Act read with rules made thereunder.

The Board of Directors, on the recommendation of the Audit Committee, has approved a Policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013, the Rules made there under and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy on Related Party Transactions has been suitably formulated as per the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has been uploaded on the Company's website.

There were no materially significant Related Party transactions during the year under review.

**Material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of the report**

There are no other material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

**Code of Conduct**

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings/behaviors of any form.

The Code lays down the standard procedure of business 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 at the

work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

#### **Vigil Mechanism/Whistle Blower Policy**

In terms of the provisions of Section 177(9) & (10) of the Companies Act, 2013 and pursuant to the provisions of Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Company has a vigil mechanism policy to deal with the instance of fraud and mismanagement, if any.

In staying true to our values of strength, performance and passion and in line with our vision of being one of the Companies, having highest standards of Corporate Governance and stakeholder responsibility. The periodic report for any instance is to be reported before the Audit Committee.

#### **Risk Management Policy**

The Company has a judicious risk management policy, strong systems, constant monitoring of various risk factors and a focus on greater market penetration that continue to guide its business strategy.

#### **Corporate Social Responsibility (CSR)**

As per the provision of Section 135 of the Companies Act, 2013, every Company having net worth of Rs. 500 Crore or more, or Turnover of Rs. 1000 Crore or more or a Net Profit of Rs. 5 Crore or more during the immediately preceding financial years is required to spend in every financial year, at least two percent (2%) of the average net profits made during the three immediately preceding financial year, in pursuance of the CSR Policy.

The Company's profit exceeds the above limit of Rs. 5 Crore for the financial year ended 31st March 2023. As per provisions of the Section 135, the CSR committee is not required to be constituted and the duties of the of CSR committee to be discharged by the Board of Directors of the company.

However as per Section 198 of the Companies Act 2013, the Company is not falling under the criteria of spending expenditure as per section 135 of the Act.

#### **Prevention of Insider Trading**

The Company has adopted a Code of Conduct for prevention of insider trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading window is closed. The Board is responsible for implementation of the Code.

All Board members and the designated employees have confirmed compliance with the Code.

#### **Preservation of Documents & Archival Policy**

In terms of Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has adopted a Policy for Preservation of Documents & Archival thereof, classifying them in two categories as follows:

- a) documents whose preservation shall be permanent in nature;
- b) documents with preservation period of not less than eight years after completion of the relevant transactions.

#### **Details of significant & material orders passed by the Regulators or Courts or Tribunals**

During the year under review, there were no material and significant orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

#### **Secretarial Auditor**

As required under Section 204(1) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2015 the Company had appointed Ms. Jyoti Sharma, Company Secretary in practice of JVS & Associates to undertake the Secretarial Audit of the Company for the financial year 2023-24. The Secretarial Audit Report for the financial year ended March 31, 2024 is annexed as **Annexure-A**.

#### **Statutory Auditors**

M/s. B.R Gupta & Co., Chartered Accountants, were appointed at the 40th Annual general Meeting of the company held on 30th September, 2022 for a period of five consecutive years to hold office until conclusion of the 45th AGM to be held in the Calendar year 2027. The Auditors have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company.

**Auditor's Report/Secretarial Audit Report**

The observation made in the Auditors' Report read together with relevant notes thereon are self-explanatory and hence do not call for any further comments under Section 134 of the Companies Act, 2013.

**Frauds reported by Auditor's under Section 143(12) of the Companies Act, 2013**

During the year under review, no instances of fraud were reported by the statutory auditors under Section 143(12) of the Companies Act, 2013 and rules framed thereunder either to the Company or to the Central Government.

**Annual Return**

A copy of the Annual Return of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 is placed on website of the Company in pursuance to Section 92(3) of the Companies Act, 2013 and the same can be accessed, <http://www.addiindustries.com/>

**Subsidiary Company**

During the year under review, Aum Texfab Private Limited continues to be a Subsidiary of the Company and the contribution of the said Subsidiary Company was insignificant. The consolidated financial statements of the Company and its above said subsidiary form part of the Annual Report.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form AOC-1 is attached to the financial statements of the Company as **Annexure-B**. The Financial Statements of the Subsidiary Company will be made available upon request by any Member of the Company interested in obtaining the same. The Financial Statements of the Subsidiary Company will also be kept for inspection by any Member of the Company at its Registered Office.

Further, pursuant to provisions of Section 136 of the Act, the financial statements, including Consolidated Financial Statements of the Company along with relevant documents and separate audited accounts in respect of Subsidiaries and Associate, are available on the website of the Company at [www.addiindustries.com](http://www.addiindustries.com).

The Board of Directors has approved a Policy for Determining Material Subsidiaries in compliance with the provisions of Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy for Determining Material Subsidiary has been suitably formulated as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

**Consolidated Financial Statements**

As stipulated by Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has prepared Consolidated Financial Statement in accordance with the applicable accounting standards as prescribed under the Companies (Accounts) Rules, 2014 of the Companies Act, 2013 ("the Act"). The Consolidated Financial Statement reflects the results of the Company and that of its subsidiary and associates. As required under Regulation 34 of the Listing Regulations, the Audited Consolidated Financial Statement together with the Independent Auditors' Report thereon is annexed and forms part of this Report.

The summarized Consolidated Financial Statement is provided above in point No.1 of this Report.

**Management Discussion & Analysis**

In accordance with the requirements of the Listing Regulations, the Management Discussion and Analysis Report is given in the "**Annexure –C**", forming part of this Report.

**Corporate Governance**

Your Company believes in conducting its affairs in a fair, transparent and professional manner and maintaining the good ethical standards, transparency and accountability in its dealings with all its constituents. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed report on Corporate Governance along with the Auditors' Certificate thereon forms part of this report as "**Annexure – D**".

**Particulars of Employees**

There was no employee who was in receipt of remuneration for the financial year under report in the aggregate of more than Rs. One Crore Two Lakhs per annum, if employed throughout the year or Rs. Eight Lakhs Fifty Thousand per month, if employed for part of the financial year, within the meaning of Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The information required pursuant to Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, is annexed to this Report as **Annexure-E**.

**Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo**

Conservation of Energy which is not furnished as the relative rule is not applicable to your company.

There is no information to be furnished regarding Technology Absorption as your company has not undertaken any research and development activity in any manufacturing activity nor any specific technology is obtained from any external sources which needs to be absorbed or adapted.

**Foreign Exchange Earnings and Outgo**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows is as follows:

Foreign Exchange Inflows : NIL

Foreign Exchange Outflows : NIL

**Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

During the year under review, no complaints were received from any employee and hence, no action was required to be taken by the Company in accordance with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder and no complaints are outstanding as at 31st March, 2024.

**Details of Application Made or Any Proceeding Pending under The Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the Financial Year**

No such application filed/ pending during the period under review.

**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**

No such event occurred during the year under review.

**Maintenance of cost records as specified by the central government under sub-section (1) of section 148 of the companies act, 2013**

Your Company doesn't fall under the classes of Companies specified under Section 148(1) of the Companies Act, 2013 read with Rule 3 of the Companies (Cost Records and Audit) Rules, 2014. Accordingly, the Company is not required to maintain Cost Records as specified by the Central Government.

**Compliances of applicable Secretarial Standards**

The Company has complied with the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively

**Acknowledgements**

Industrial relations continue to be cordial during the year under report. The Directors appreciate the effort and contribution made by the Workers, Staff Members and Executives at all levels. The Directors would also like to thank the Shareholders, Bankers, Customers, and Suppliers & Vendors for the continuous support given by them to the Company, and their confidence in its management.

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

Place : New Delhi  
Dated : 13-08-2024

Sd/-  
Chaman Lal Jain  
Managing Director  
(DIN: 00022903)

Sd/-  
Hari Bansal  
Director  
(DIN: 00022923)

**Secretarial Audit Report****(For the Financial Year ended March 31, 2024)**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members  
**ADDI INDUSTRIES LIMITED**  
A- 104, Third Floor, Okhla Industrial Area  
Phase – II, New Delhi 110020

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ADDI INDUSTRIES LIMITED** (CIN: L51109DL1980PLC256335) (hereinafter called the Company) for the financial year ended 31st March, 2024. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by **ADDI INDUSTRIES LIMITED** (“**The Company**”) for the financial year ended on 31st March, 2024 according to the provisions of:
  - I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;
  - II. The Securities Contracts (Regulation) Act, 1956 (**‘SCRA’**) and the Rules made thereunder;
  - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (**not applicable to the company during the audit period**).
  - V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**‘SEBI Act’**) to the extent applicable to the Company :-
    - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable to the Company during the audit period**)
    - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (**Not applicable to the Company during the audit period**)
    - e. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; (**Not applicable to the Company during the audit period**)
    - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (**Not applicable to the Company during the audit period**)
    - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the audit period**)
    - i. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;



VI. Other laws applicable specifically to the company.

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

- (i) Secretarial Standards (SS-1 and SS -2) issued by The Institute of Company Secretaries of India
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the financial year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

**We further report that:**

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

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

All decisions at Board Meetings and Committee Meetings were 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 and no dissenting views have been recorded.

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

**We further report that** during the audit period there were no specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards have taken place.

**For JVS & Associates**  
Company Secretaries

Sd/-

**Jyoti Sharma**

Company Secretary

C.P. No. – 10196

**Membership No.: F8843**

**FRN: I2011DE848300**

**Peer Review No: 810/2020**

**UDIN: F008843F000963181**

**Place: New Delhi**

**Date: 13.08.2024**

**Note:** This report is to be read with our letter of even date which is annexed as “**ANNEXURE A**” and forms an integral part if this report.

To,  
The Members  
**ADDI INDUSTRIES LIMITED**  
A- 104, Third Floor, Okhla Industrial Area  
Phase – II, New Delhi 110020

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

- (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 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 my opinion.
- (3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (4) Where ever 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 management. Our examination was limited to the verification of procedures on 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 as conducted the affairs of the Company.

**JVS & Associates**  
Company Secretaries

Sd/-

**Jyoti Sharma**  
Company Secretary

C.P. No. – 10196

Membership No.: F8843

FRN: I2011DE848300

Peer Review No: 810/2020

UDIN: F008843F000963181

Place: New Delhi  
Date: 13.08.2024

**FORM NO. AOC-1**
**Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures**

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

**Part "A": Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in INR)

(Rs. In Lakhs)

<b>S. No.</b>	1
<b>Name of the subsidiary</b>	Aum Texfab Private Limited
<b>The date since when subsidiary was acquired</b>	2006
<b>Reporting period for the subsidiary concerned, if different from the holding company's reporting period</b>	N.A.
<b>Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries</b>	N.A.
<b>Share capital</b>	79
<b>Reserves &amp; surplus</b>	146.74
<b>Total assets</b>	225.74
<b>Total Liabilities</b>	0.17
<b>Investments</b>	86.33
<b>Total Income</b>	15.75
<b>Profit before taxation</b>	15.49
<b>Provision for taxation</b>	2.19
<b>Profit after taxation</b>	13.30
<b>Proposed Dividend</b>	0
<b>% of shareholding</b>	100

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

- Names of subsidiaries which are yet to commence operations: **Not Applicable**
- Names of subsidiaries which have been liquidated or sold during the year: **Not Applicable**

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

 Place : New Delhi  
Dated : 13.08.2024

 Sd/-  
Chaman Lal Jain  
Managing Director  
(DIN: 00022903)

 Sd/-  
Hari Bansal  
Director  
(DIN: 00022923)

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****1. OPERATING RESULTS**

During the year under review, the Company reported Total Income of Rs. 726.89 Lakhs as compared to Rs. 391.94 Lakhs in the previous year. The Company incurred total expenses amounted to Rs. 109.41 Lakhs as compared to Rs. 102.50 Lakhs during the previous year. Profit after tax stood at Rs. 453.32 Lakhs as against profit of Rs. 1692.68 Lakhs in the previous year.

**2. INDUSTRY STRUCTURE & DEVELOPMENTS**

It is a recognized fact that the knitwear sector in the textile industry plays an important role in the Indian Economy. This industry, however, is highly competitive and fragmented. During the year 2023-24, the exports of readymade garments have been reduced substantially and the export growth was severely affected due to several internal and external developments. Stiff Global Competition, Changing Technology & Fashion industry and above all failure to resume production have an adverse impact on business prospects and profitability.

The Company has added a new line of business activity in its main objects. The company endeavors into real estate to upward the profit of the company. However the Company has not entered into any contracts relating to real estate during the year under review.

**3. OPPORTUNITIES & THREATS**

The opportunities in the Textile Industry and the increasing growth in export of knitted garments augur well for this vital segment. There is a perceptible change in the outlook and shift for diversified and high value added products.

Textile Companies are always experiencing pricing pressures, lately due to stiff international competition. Besides, lack of modern technology and archaic personnel laws are some of the other areas of significant threats.

Addi Industries is seized of all such factors having adverse effect on its exports. It is always eager and endeavoring to constantly update its plant & equipment for producing the best quality products. A capital expenditure of Nil was incurred during the year on technology upgradation and modernization of machinery & equipment, wherever considered necessary.

**4. SEGMENT-WISE PERFORMANCE**

The Company exploring market in real estate and textile industries, However as of now there is no projects in the Company.

**5. FUTURE PROSPECTS AND OUTLOOK**

The Company will continue to explore various options to strengthen its capital base and balance sheet to augment the long-term resources for meeting funds requirements of its business activities, the future growth opportunities, general corporate purposes and other purposes.

**6. RISKS & CONCERNS**

The Company places its thrust on product excellence. Judicious risk management policies, strong systems, constant monitoring of various risk factors and a focus on greater market penetration continue to guide the business strategy of the Company. Strict monitoring is done to cut-down costs and overheads, whatever feasible, to make the product more prices competitive.

**7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has instituted a system of internal control and checks, which are supplemented by an on-going programme of internal audits and Management Information System (MIS). An annual planning and budgeting system has been put into practice. The Audit Committee of the Board actively reviews internal control systems as well as financial disclosures normally on every quarterly period.

**8. MATERIAL DEVELOPMENTS IN HR**

Personal relations during the year under report have been cordial. To conform to international standards, the Company conducts different training programs in-house. The Company has also identified and included specific programs on Health, Safety & Environment in every employee/s performance targets. A self-

assessment system is in vogue amongst the staff, and a code of conduct amongst the senior management personnel, which is reviewed by the top management from time to time.

**9. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR, INCLUDING:**

Particulars	FY 2023-24	FY 2022-23	% change over previous financial year	Explanation
<b>CURRENT RATIO</b>	246.72	336.7	-26.72%	Due to increase in current liabilities

**10. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF:**

**Return on Net worth for the FY 2023-24: 8.16%**

**Return on Net worth for the FY 2022-23: 29.16%**

**Change in Return on Net worth: -37.33%**

**Explanation:** Increased on account of improvement in the working capital during the year as compared to the previous year.

**11. CAUTIONARY STATEMENT**

The Statements in the Report of the Board of Directors and the Management Discussion & Analysis Report describing the Company's projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied since the company's operations are influenced by many external and internal factors beyond the control of the company.

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

**Place : New Delhi  
Dated : 13.08.2024**

**Sd/-  
Chaman Lal Jain  
Managing Director  
(DIN: 00022903)**

**Sd / -  
Hari Bansal  
Director  
(DIN: 00022923)**

**REPORT ON CORPORATE GOVERNANCE**

(Pursuant to Chapter IV read with Clause C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

**1. Corporate Philosophy**

The Company's philosophy on Corporate Governance envisages adopting the high standards of transparency, accountability and ethics in all transactions and interactions with all stakeholders including but not limited to the shareholders, the Government and other business associates.

The Company is committed to follow good Corporate Governance practices, which include having professional Directors on the Board, adopting pragmatic policies, effective systems and procedures and subjecting business processes to audits and checks, compliant with the required standards.

The policies and actions of the Company are in line with the applicable guidelines on Corporate Governance with an endeavour to enhance value for shareholders.

A Report on compliance with the principles of Corporate Governance as prescribed by The Securities and Exchange Board of India (SEBI) in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations/the LODR") as amended till date, is given below.

**2. Board of Directors and their Core Skills/Expertise/Competencies**

The Board of Directors is the apex body constituted by the Shareholders for overseeing the overall functioning of the Company. The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness and ensures that the long-term interests of the shareholders are being served.

The composition of the Board of Directors, as at 31st March 2024, is Five, two Promoter Directors (out of which one is executive and other one is non-executive) and three Non-executive independent Directors. The Agenda and other documents along with relevant information on the business to be discussed and decided in the Board/Committee Meeting/s are circulated well in advance. The Managing Director is responsible for the conduct of the business as also the day-to-day affairs of the Company. A Certificate of Statutory Compliance of the various rules and regulations, laws & clauses applicable to the Company is placed before the Board at every Meeting on a quarterly basis. The Statutory Auditors are special invitee/s to the Board/ Committee Meeting/s as and when required, and particularly at the time of Annual & Quarterly Financial Statements.

The Board has an optimum combination of Independent, Woman Director, Executive as well as Non-Executive Directors that is in conformity with the provisions of Regulation 17 of the Listing Regulations.

**Brief Profile of the Board of Directors as on 31st March 2024:**

**Mr. Chaman Lal Jain**, aged 79 years (D.O.B 08.09.1944) (DIN 00022903) is a promoter director and designated as Managing Director of the Company since 01.10.1988. He is B.Com and has about 56 years of rich experience in Textile Industry. Work experience inter-alia includes the Setting up of the existing textile business and makes it possible for an upward surge in its business activities, turnover / exports and profitability over the years and efficiently manages day-to-day monitoring and exercise effective control over the affairs of the Company, helps to achieve its targets. Mr. Chaman Lal Jain has taken several initiatives to focus on growth, value addition and cost effectiveness besides overseeing the Company's business. He has successfully and in a sustained way, contributed significantly towards improvement and growth of the Company. He is holding 1745818 Equity Shares of Rs.5/- each which constitute 16.17% of the Equity Share Capital of the Company.

**Mr. Hari Bansal**, aged 48 years (D.O.B 14.09.1975) (DIN 00022923) is a promoter director of the Company since 12.11.2002 and presently he is holding the position of Non-Executive Director in the Company. He is B.chem (Engineering) and has about 23 years of rich experience in Textile Industry. Work experience inter-alia includes the expertise knowledge of domestic and export industry pertaining to textile business. He is holding 996118 Equity Shares of Rs.5/- each which constitute 9.23% of the Equity Share Capital of the Company.

**Mr. Vishnu Bhagwan Aggarwal**, aged 87 years (D.O.B 12.05.1937) (DIN 00022967) is an independent non-executive director of the Company since 28.06.2004. He is B.Com (H), FICWA, ACS and has about 53 years of rich experience of varied Industries. He has expertise knowledge in Finance, Cost Accounting and Audit & Management. He does not hold any Equity Share in the Company.

**Dr. Bijoya Kumar Behera**, aged 65 years (D.O.B 17.04.1959) (DIN 01139185) is an independent non-executive director of the Company since 28.06.2004. He is Ph.D., M. Tech. and has about 38 years of rich experience of Textile Industries and latest textile technology. He does not hold any Equity Share in the Company.

**Dr. Kusum Chopra** aged 77 years (D.O.B 02.03.1947) (DIN 07137842) is an independent non-executive women director of the Company since 30.03.2015. She is Ph.D. (Textile Technology) from I.I.T. Delhi and M.Sc.(Clothing & Textiles) from M.S. University, Prof. Chopra has around 50 years of teaching, research and professional experience. She joined National Institute of Fashion Technology (NIFT), New Delhi in 1992 after working in Universities of Delhi and Punjab for several years. During her tenure at NIFT she has held the positions of Chairperson – Fashion Design and co-ordinated the setting up of NIFT Centres at Mumbai, Chennai & Kolkatta. She does not hold any Equity Share in the Company.

**Mr. Subrata Panda** aged 56 Years (D.O.B 01.06.1968) (DIN 00428387) is an independent non-executive director of company since 11.08.2023. He is a Fellow Member of the Institute of Company Secretaries of India and a Law Graduate. He is a Company Secretary in whole time Practice. He has worked with the Secretarial department of HCL Limited. He was Company Secretary of UFI Filters India Private Limited a multinational Company and has more than 25 years of experience in Secretarial works and expertise in the field of Corporate Governance, Foreign Direct Investment and Overseas Direct Investment. He does not hold any Equity Share in the Company.

**Mr. Achal Kapoor** aged 37 years (D.O.B 06-11-1987) (DIN- 09150394) is an Independent non-executive director of the company since 11.08.2023. He is Company Secretary from Institute of Company Secretaries of India, PGDBM (Finance) from Symbiosis and L.L.B from CCS University. He has more than 10 years of experience as a legal Manager in the field of Corporate Laws, Securities Laws, SEBI Compliances, Financial Management, Accounts and Taxation. He does not hold any Equity Share in the Company.

**Number of Board meetings and the attendance of Directors during the Financial Year 2023-24:**

During the Financial Year 2023-24, Four Board Meetings were held respectively on May 30, August 11, November 10, 2023 and February 07 2024. The last Annual General Meeting (41st AGM) was held on September 30, 2023 at 9.00 A.M. (IST) through Video Conferencing (VC).

Attendance record of each of the directors at the Board Meetings during the Financial Year 2023-24 and at the last Annual General Meeting are given below:

Name of the Director & Designation	Category	No. of Board Meetings held during the year	No. of Board Meeting attended	Attendance at the last AGM on 30.09.2023	Directorships in other public Cos. incorporated in India	Name of the listed entity where the person is Director	Category of Directorship	No. of other Public Cos. Board Committees, of Which Member /Chairman
Mr. Chairman Lal Jain	Chairman and Managing Director Executive (Promoter Grp)	4	4	Present	Nil	Nil	-	Nil

Mr. Achal Kapoor	Non-executive Independent	3	3	Present	9	1. Artificial Electronics Intelligent Material Limited 2. EMS Limited 3. Goyal Aluminiums Limited 4. Kotia Enterprises Limited	1. Director	Nil
Mr. Subrata Panda	Non-executive Independent	3	3	Present	Nil	Nil	-	Nil
Dr. Kusum Chopra	Non-executive Independent	4	4	Present	Nil	Nil	-	Nil
Mr. Vishnu Bhagwan Aggarwal#	Non-executive Independent	4	4	Absent	Nil	Nil	-	Nil
Dr. Bijoya Kumar Behera#	Non-executive Independent	4	4	Absent	1	Seasons Textiles Limited	Independent Director	Nil
Mr. Hari Bansal	Non-Executive (Promoter Grp)	4	4	Present	Nil	Nil	-	Nil

*Excludes directorship and membership in Addi Industries Limited, Private Companies, foreign companies, section-8 Company and membership in other committees.*

# Mr. Vishnu Bhagwan Agarwal and Mr. Bijoy Kumar Behera Ceased to be Non-Executive Independent Directors of the Company upon completion of tenure at the close of business hours on March 31, 2024.

None of the Directors on the Board is a member of more than 10 Committees or a Chairperson of more than 5 Committees as specified in Regulation 26 (1) of the Listing Regulations, across all the Indian Listed Entities in which he / she is a Director.

None of the non-executive independent Directors hold any shares in the company, either in their own name or in the name of their relatives/associates, or hold shares in any other company exceeding 2% of the share capital of that company.

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

No Director is related to any other Director on the Board in terms of the definition of 'Relative' given under Section 2(77) of the Act, read with Rule 4 of the Companies (Specification of definitions details) Rules, 2014 except Mr. Chaman Lal Jain and Mr. Hari Bansal who are related to each other.



### Profile of Directors seeking Appointment/ Re-appointment

In terms of the provisions of the Articles of Association of the Company, one-third of the Directors of the Company, who are liable to retire by rotation, shall retire at every Annual General Meeting. Accordingly, Mr. Chaman Lal Jain, Director shall retire at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

The Board has appointed Mr. Achal Kapoor and Mr. Subrata Panda w.e.f. August 11, 2023 as additional Director (non-executive and independent) of the Company. They have been appointed as Independent Director of the Company for a term of 5 years at the 41st AGM held on 30.09.2023.

Further, the Board appointed Ms. Apra Sharma w.e.f. August 13, 2024 as an Additional Director (Non-Executive and Independent) of the Company.

The information on the Particulars of Director eligible for Appointment / Re-appointment in terms of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India has been provided in the Notes to the Notice convening the Annual General Meeting.

### 3. Committee/s of the Board

#### A. Audit Committee

The Audit Committee has been duly constituted as per applicable legal and regulatory requirements. The Board of Directors of the Company has re-constituted the Audit Committee with effect from November 10, 2023 consisting of Mr. Subrata Panda, Dr. Kusum Chopra and Mr. Chaman Lal Jain under the Chairmanship of Mr. Achal Kapoor, Independent Director of the Company. The Audit Committee as at March 31, 2024 consists of three Non-Executive Independent Directors and one Managing Director as specified below:

Name of the Member	Designation	Category
Mr. Achal Kapoor	Chairman	Non-Executive Independent Director
Mr. Subrata Panda	Member	Non-Executive Independent Director
Dr. Kusum Chopra	Member	Non-Executive Independent Director
Mr. Chaman Lal Jain	Member	Managing Director

**Note :** The Board of Directors of the Company has re-constituted the Audit Committee with effect from August 13, 2024 consisting of Mr. Subrata Panda, Ms. Apra Sharma and Mr. Chaman Lal Jain under the Chairmanship of Mr. Achal Kapoor, Independent Director of the Company.

All the members of the Audit Committee are financially literate and possess expertise in accounting and financial management. The Secretary of the Company acts as the Secretary to the Audit Committee as required by Regulation 18(1)(e) of the Listing Regulations.

The composition, quorum, powers, role and scope of Audit Committee and information being reviewed by the Audit Committee are in accordance with Regulation 18(3) read with Part-C of Schedule-II of the Listing Regulations as well as Section 177 of the Companies Act, 2013. The Terms of Reference of Audit Committee, inter-alia, include the following:

- (1) oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - b. changes, if any, in accounting policies and practices and reasons for the same;
  - c. major accounting entries involving estimates based on the exercise of judgment by management;
  - d. significant adjustments made in the financial statements arising out of audit findings;

- e. compliance with listing and other legal requirements relating to financial statements;
  - f. disclosure of any related party transactions;
  - g. modified opinion(s) in the draft audit report;
- (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
  - (6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
  - (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
  - (8) approval or any subsequent modification of transactions of the listed entity with related parties;
  - (9) scrutiny of inter-corporate loans and investments
  - (10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
  - (11) evaluation of internal financial controls and risk management systems;
  - (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
  - (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  - (14) discussion with internal auditors of any significant findings and follow up there on;
  - (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
  - (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  - (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  - (18) to review the functioning of the whistle blower mechanism;
  - (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
  - (20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

Details of Meetings of the Audit Committee held during the year and attendance thereof are given below:

Name of the Member	Meetings held and attendance particulars			
	May 30, 2023	August 11, 2023	November 10, 2023	February 07, 2024
Mr. Vishnu Bhagwan Agarwal	Yes	Yes	Yes	-
Mr. Bijoy Kumar Behera	Yes	Yes	Yes	-
Dr. Kusum Chopra	-	-	Yes	-
Mr. Chaman Lal Jain	Yes	Yes	Yes	Yes
Mr. Achal Kapoor	-	-	-	Yes
Mr. Subrata Panda	-	-	-	Yes

The Meetings of Audit Committee were also attended by the Secretary of the Committee and the necessary quorum was present at all the Meetings. The Statutory Auditors and internal Auditors are permanent invitees to the Audit Committee Meetings. The Managing Director & Chief Financial Officer (CFO) and other invited executives also attended the Meetings to answer and clarify the issues raised in the Meetings. The Minutes of the Audit Committee Meeting(s) were noted at the Board Meeting(s)

The Company has a “Whistle Blower Policy”. Every employee has a right of access to the Audit Committee and its Members, without any information to their Superiors. The Company hereby affirms that it has not denied any personnel access to the Audit Committee of the Company and has provided protection to whistle blowers from any unfair termination and other unfair or prejudicial employment practices.

#### **B. Nomination & Remuneration Committee & the Remuneration Policy**

The Nomination & Remuneration Committee (NRC) of the Company, after its reconstitution on Board meeting held on 10.11.2023, consisting of Mr. Subrata Panda, Dr. Kusum Chopra and Mr. Chaman Lal Jain under the Chairmanship of Mr. Achal Kapoor, Independent Director of the Company. The NRC as at March 31, 2024 consists of three Non-Executive Independent Directors and one Managing Director as specified below:

<b>Name of the Member</b>	<b>Designation</b>	<b>Category</b>
Mr. Achal Kapoor	Chairman	Non-Executive Independent Director
Mr. Subrata Panda	Member	Non-Executive Independent Director
Dr. Kusum Chopra	Member	Non-Executive Independent Director
Mr. Chaman Lal Jain	Member	Managing Director

**Note:** The Board of Directors of the Company has re-constituted the Nomination & Remuneration Committee with effect from August 13, 2024 consisting of Mr. Subrata Panda, Ms. Apra Sharma and Mr. Hari Bansal under the Chairmanship of Mr. Achal Kapoor, Independent Director of the Company.

Following are the brief description of terms of reference;

1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
6. To devise a policy on Board diversity
7. To develop a succession plan for the Board and to regularly review the plan;

One Meeting of the Nomination & Remuneration Committee was held on August 11, 2023 during the financial year ended March 31, 2024. All the members of the Nomination & Remuneration Committee attended the meeting held during the year.

The Company has adopted the Nomination Remuneration Policy as required under the provisions of the Act and Regulation 19 read with Part D of Schedule II of SEBI (LODR) Regulations. The policy is available at Company's website at [www.addiindustries.com](http://www.addiindustries.com).

#### **C. Investor Grievance-Cum-Stakeholders Relationship Committee (SRC)**

The Stakeholders Relationship Committee after its reconstitution on the Board meeting held on 10.11.2023 has been consisting of Mr. Achal Kapoor, Mr. Chaman Lal Jain and Mr. Hari Bansal under the Chairmanship of Mr. Subrata Panda.

The Company Secretary acts as Secretary to the Committee who has also been designated as the Compliance Officer of the Company.

The terms of reference to the Committee inter-alia includes the redressal of Shareholders/Investors grievances, de-materialisation/re-materialisation of Shares, to consider the status of Quarterly Complaints received and redressed.

One Meeting of the Investor Grievance cum Stakeholders Relationship Committee were held on May 30, 2023 during the financial year ended 31st March, 2024. All the members of the Committee attended the meeting held during the year.

The Company attends the Shareholders'/investors' communications/ grievances expeditiously. No demat request was pending at the close of the last Financial Year.

#### 4. Meeting of Independent Directors

During the year under review, the Independent Directors met on 07th February, 2024, inter alia, to discuss and evaluate:

- (i) the performance of Non-Independent Directors and the Board of Directors as a whole;
- (ii) the performance of the Chairman of the Company, taking into account the views of Executive and Non-Executive Directors;
- (iii) the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Further, the Company gave the presentation to the Independent Directors as a part of the Familiarisation programme to make them aware about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

#### 5. Remuneration to Directors

The Managing Director has been paid remuneration as decided & approved by the Nomination & Remuneration Committee, the Board and the Shareholders, & thereafter, the approval of the Central Govt. is obtained wherever required. The Company does not have any Stock Option Scheme.

The appointment of the Managing Director & the Whole-time Directors is generally for a period of 5 years or as approved by the Board, and the Central Govt, if required, which can be terminated by giving one month Notice on either side. No severance fee is payable. There are no retirement benefits, but only provision for Leave Encashment and Gratuity to which the Managing Director & other Whole-time Director/s are entitled at the end of their tenure or as per the rules of the Company.

The details of the remuneration paid to the Managing Director and other non – executive directors during the year under report are given below.

Structure of managerial remuneration during the financial year

(Rs. in Lakhs)

Name	Designation	Salary	Perquisites	Commisions	Sitting Fees	Total
Mr. Chaman Lal Jain	Managing Director	24.00	Nil	Nil	Nil	24.00
Mr. V. B. Aggarwal	Independent Director	Nil	Nil	Nil	0.650	0.650
Dr. B.K. Behera	Independent Director	Nil	Nil	Nil	0.650	0.650
Dr. Kusum Chopra	Independent Director	Nil	Nil	Nil	0.500	0.500
Mr. Achal Kapoor	Independent Director	Nil	Nil	Nil	0.350	0.350
Mr. Subrata Panda	Independent Director	Nil	Nil	Nil	0.350	0.350
Mr. Hari Bansal	Non – Executive Director	Nil	Nil	Nil	Nil	Nil
<b>Total</b>		<b>24.00</b>	<b>Nil</b>	<b>Nil</b>	<b>352.15</b>	<b>376.15</b>

Perquisites include rent paid. The sitting fees are for attendance of Board/ Committee Meetings.

**Pecuniary Relationship of Independent Directors and Non-Executive Director with the Company:**

None of the Independent Directors and Non-Executive Director has any pecuniary relationship or transactions with the Company, its Promoters, its management or its Subsidiaries and Associates, which, in the judgement of the Board, would affect the independence or judgement of Directors.

**6. Listing of Securities**

The shares of the Company are listed on BSE Limited (BSE). The annual listing fees for the year 2024-25 have been paid in advance to the Stock Exchanges.

**7. Subsidiary Company:**

The Company has a wholly-owned non-listed Subsidiary Company named Aum Texfab Private Limited. The Audit Committee reviews the financial statements of the Subsidiary, which are placed before the Audit Committee at its meetings, on quarterly basis. Such Financial Statements are also placed before, and reviewed by the Board of Directors of the Company.

The Company has formulated a Policy on Material Subsidiaries in terms of the Listing Regulations. The same can be accessed through web link <http://www.addiindustries.com/>

Referring to the definition of Material Subsidiary given in Regulation 16 of the Listing Regulations, the Company does not have any Material Subsidiary as on March 31, 2024.

The Audited Annual Financial Statements and minutes of the Board Meetings of the Subsidiary Companies are tabled at the Audit Committee and Board Meetings.

**8. General Body Meeting/s**

The detail of last three Annual General Meetings is as under:

Date of AGM	Time	Location (U.P.)	No. of Special Resolutions Passed
30.09.2021	9.00 a.m	Through Video Conferencing (VC)	1
30.09.2022	9.00 a.m	Through Video Conferencing (VC)	2
30.09.2023	9.00 a.m	Through Video Conferencing (VC)	3

E-voting facility was provided to all members pursuant to the provisions of Section 108 of the Companies Act, 2013, rules made there under and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

**List of Special Resolutions (SR) passed in the previous three AGMs:**

S. No.	Subject Matter	AGM Reference and date of Passing SR
1.	To regularize the appointment of Ms. Urmila Jain as Director of the Company.	30th September, 2021 (39th AGM)
2.	To approve continuation of holding of office by Dr. Kusum Chopra	30th September, 2022 (40th AGM)
3.	To approve alteration of Main objects of Company	30th September, 2022 (40th AGM)
4.	To re-appoint Mr. Chaman Lal Jain as Managing director of Company	30th September, 2023 (41st AGM)
5.	To appoint Mr. Achal Kapoor as Independent Director of Company	30th September, 2023 (41st AGM)
6.	To appoint Mr. Subrata Panda as Independent Director of Company	30th September, 2023 (41st AGM)

During the Financial Year under review, no Extra Ordinary General Meeting was held and no resolutions were passed through Postal Ballot.

**9. Disclosures**

There were no transactions of a materially significant nature with the Promoters, the Directors or the Management, their subsidiaries or relatives that may have potential conflict with the interest of the Company at large, other than transactions with related party as disclosed in the Financial Statements.

The Company has complied with the requirements of the Stock Exchange, SEBI and other statutory authorities on all matters related to Capital Markets during last three years. There were no penalties imposed nor any strictures passed on the Company by the Stock Exchange, SEBI or any other Statutory Authority relating to the above.

All the mandatory requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance are being adhered to / complied with.

Reports of Auditors on statutory financial statements of the Company do not contain any qualification.

Mr. Atul Kumar, Chief Financial Officer (CFO) and Mr. Chaman Lal Jain, Managing Director has given the Compliance Certificate on the review of Financial Statements, including Cash Flow Statement for the Financial Year ended 31st March, 2024 to the Board of Directors as required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Total fees paid by the Company on a consolidated basis, to the Statutory Auditors are given as under::

1.	Statutory Audit Fees including Fees for Consolidation of Accounts	3,25,000
2.	3 Quarterly Limited Reviews of the Company	2,25,000
3.	Tax Audit Fees	0
4.	Other payments	1,620
	<b>TOTAL</b>	<b>5,51,620</b>

**10. Means of Communication**

**Financial Results:**

The Quarterly, Half Yearly and Annual Financial Results were uploaded on the portal of the BSE Ltd. in the prescribed format immediately after the conclusion of the Board Meeting at which the results were taken on record. The Results were published in the Pioneer (English) & Pioneer (Hindi), newspapers.

Further, the related information is uploaded / submitted to Stock Exchanges on time to time basis.

The Company's results and official news/ presentations/ Notices are available on the Company's website viz. [www.addiindustries.com](http://www.addiindustries.com)

**Website where displayed:** [www.addiindustries.com](http://www.addiindustries.com)

**11. General Shareholder Information**

**A. Annual General Meeting :**

- Date and Time : Monday, September 30, 2024 at 9.00 A.M.
- Mode\* : Video conference and other audio visual means
- Financial Calendar\*\* : a) 1st Quarter Results – By the mid of August'24  
 b) 2nd Quarter Results – By the mid of Nov.,'24.  
 c) 3rd Quarter Results – By the mid of Feb,'25.  
 d) 4th Quarter Results – By the end of June'25.
- Date of Book Closure : 24.09.2024 to 30.09.2024 (both days inclusive)
- Dividend Payment : Dividend, will be paid as per the permitted mode after the AGM, but before the expiry of statutory period of 30 days from the date of AGM
- CIN : L51109DL1980PLC256335
- Registered Office : A-104, Third floor, Okhla Industrial Area, Phase – II, New Delhi 110020

\* The deemed venue shall be the Registered Office of the Company.

\*\*Tentative and subject to change.

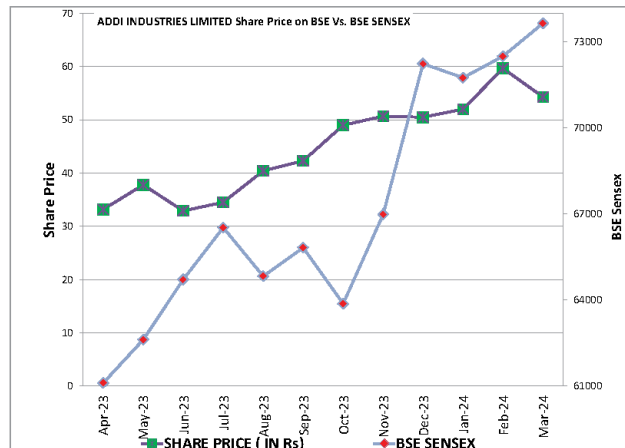
**B. Listing on Stock Exchange** : BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001

**C. (i). Stock Price Data:**

The monthly High, Low price of the Company's Equity Share during each month in the last financial year at BSE are as under:

Period	ADDI BSE (in Rs.)			BSE SENSEX
	High (in Rs.)	Low (in Rs.)	Close (in Rs.)	(in Rs.)
April 2023	36.0	27.15	33.18	61112.44
May 2023	42.50	27.9	37.78	62622.24
June 2023	37.78	29.33	32.90	64718.56
July 2023	38.00	30.16	34.51	66527.67
August 2023	43.45	32.61	40.40	64831.41
September 2023	44.75	37.25	42.30	65828.41
October 2023	61.86	39.99	49.00	63874.93
November 2023	54.98	47.80	50.68	66988.44
December 2023	54.88	47.00	50.48	72240.26
January 2024	61.80	49.00	52.00	71752.11
February 2024	70.68	46.50	59.64	72500.3
March 2024	66.97	48.25	54.29	73651.35

YEAR (2023-24)	BSE SENSEX	SHARE PRICE ( IN Rs)
Apr-23	61112.44	33.18
May-23	62622.24	37.78
Jun-23	64718.56	32.9
Jul-23	66527.67	34.51
Aug-23	64831.41	40.4
Sep-23	65828.41	42.3
Oct-23	63874.93	49
Nov-23	66988.44	50.68
Dec-23	72240.26	50.48
Jan-24	71752.11	52
Feb-24	72500.3	59.64
Mar-24	73651.35	54.29



ii) The Company's scrip code on BSE is 507852 follows with (ISIN: INE757C01021).

**D. Registrar & Transfer Agents**

Beetal Financial & Computer Services Private Limited,  
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre  
Near Dada Harsukh Das Mandir, New Delhi-110 062  
Phone: 29961281-82 Fax: 29961284

**E. Investors' queries/requests** for transfer, transmission, issue of duplicate share certificates, etc. may be sent either to the Registered Office of the Company at A-104, Third floor, Okhla Industrial Area, Phase – II, New Delhi 110020 or to the Registrar & Transfer Agents, Beetal Financial & Computer Services Private Limited at the address given above. No Investor queries/ complaints/ grievance was pending for a period of 30 days or more as at 31st March, 2024.

**F. Share Transfer System**

The Shares of the Company are in compulsory demat mode. Hence, all the transfers are executed electronically.

**E. Reconciliation of Share Capital Audit:**

A qualified Practicing Company Secretary, as per Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018, carried out on quarterly basis, a Reconciliation of Share Capital Audit (RSCA) to reconcile the total demat Share Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and physical share capital with the total issued and listed share capital. The RSCA Report confirms that the total issued / paid up share capital is in agreement with the total number of shares in Physical form and the total number of Dematerialized shares held with NSDL and CDSL. The report provided by Practicing Company Secretary was filed with the Stock Exchanges within stipulated timeline for each quarter.

**12. Distribution of Shareholding as on 31st March, 2024**

Distribution of Shareholding as on 31st March, 2024:

No. of equity shares held	2024				2023			
	No. of Share holders	% of share holders	No. of shares held	% Share holding	No. of Share holders	% of share holders	No. of shares held	% Share holding
Upto 5000	4003	95.40	8,47,136	7.85	3904	95.45	8,78,192	8.13
5001 to 10000	98	2.34	1,48,218	1.37	96	2.34	1,45,420	1.34
10001 to 20000	44	1.05	1,22,653	1.14	45	1.10	1,27,834	1.18
20001 to 30000	15	0.36	75,746	0.70	9	0.22	43,631	0.40
30001 to 40000	12	0.29	82,969	0.77	8	0.19	53,822	0.49
40001 to 50000	6	0.14	56,215	0.52	5	0.12	47,333	0.43
50001 to 100000	5	0.12	65805	0.61	8	0.19	1,05,041	0.97
Above 100001	13	0.30	93,97,832	87.04	15	0.36	93,95,301	87.02
<b>Total</b>	<b>4196</b>	<b>100</b>	<b>1,07,96,574</b>	<b>100.00</b>	<b>4090</b>	<b>100</b>	<b>1,07,96,574</b>	<b>100.00</b>

**Shareholding Pattern as on 31st March, 2024:**

Particulars	2024		2023	
	No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
Promoters & Associates	8018175	74.27	8018175	74.27
Mutual Funds, UTI & Bank	11600	0.11	11600	0.11
Private Corporate Bodies	996727	9.19	992350	9.19
Resident Individuals & HUF	1763262	16.38	1769110	16.38
Clearing Member	400	0.00	439	0.0
NRI's	6382	0.05	4900	0.05
Unclaimed/Suspense/Escrow	28	0.00	-	-
<b>Total</b>	<b>10796574</b>	<b>100.00</b>	<b>10796574</b>	<b>100.00</b>



**13. Dematerialisation of Equity Shares as on 31st March, 2024**

Particulars	As on March 31, 2024	
	No. of shares	Percentage (%)
No. of Demat Shares		
- NSDL	9588618	88.81
- CDSL	618742	5.73
- Physical	589214	5.46
<b>Total</b>	<b>10796574</b>	<b>100</b>

14. There are no GDRs/ADRs/Warrants or any convertible instruments in the Company.

**15. Address of the Regd. Office/ Corporate Office:**

Registered Office: A-104, Third floor, Okhla Industrial Area Phase – II, New Delhi 110020,.

16. The Company has declared dividend in the last financial year and the amounts outstanding as unpaid dividend as on 31st March, 2024 is 5,54,437.

**17. Compliance Officer and Contact Address**

Ms. Taranjeet Kaur  
 Company Secretary  
 Addi Industries Limited  
 Regd. Off.: A-104, Third floor, Okhla Industrial Area,  
 Phase – II, New Delhi 110020  
 Tel : 95120-2529336 Fax: 95120-2529334

**18. Other Disclosures**
**Green Initiative:**

The Ministry of Corporate Affairs (“MCA”) has taken a “Green Initiative in Corporate Governance” by allowing paperless compliances by Companies through electronic mode. In accordance with the recent circular bearing no.17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 issued by the Ministry of Corporate Affairs, Companies can now send various notices/documents to their shareholders through electronic mode to the registered e-mail addresses of the shareholders. This is a golden opportunity for every shareholder of the Company to contribute to the Corporate Social Responsibility initiative of the Company.

By Understanding the underlying theme of the above circulars, to support this green initiative of the Government in full measure, the company is sending the documents like notice convening general meetings, financial statements, directors reports, auditor’s report etc to the email address registered with the depositories by the shareholders holding shares in electronic form and for shareholders holding shares in physical form, the physical copy to the address registered with the Registrar and Share transfer Agents of the Company.

In this regard, we request shareholders who have not registered their email addresses, so far to register their email addresses, in respect of electronic holding with depository through their concerned depository participants and Members who hold shares in physical form are requested to send the required details to the Registrar and Share Transfer Agent.

**Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under regulation 32(7a).**

During the year under review, there was neither any transaction of fund raising through Preferential Allotment nor any transaction of Qualified Institutional Placement as specified under Regulation 32(7A) of the Listing Regulations.

**Certificate from Company Secretary in Practice**

The Company has received a certificate from Ms. Jyoti Sharma, proprietor of M/s. JVS & Associates, Company Secretary in Practice, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI/ MCA/ Reserve Bank of India or any such statutory authority.

**Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:**

There was no such instance during FY 2023-24.

**Disclosure by listed entity and its subsidiaries of “loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount”**

During the Financial Year under review, Addi Industries limited and its subsidiary have not granted any loans and advances in the nature of loans to firms/ companies in which directors are interested.

**The Company has duly complied with the requirements specified in regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the listing regulations.**

**Details of material subsidiaries of the company; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:**

Referring to the definition of Material Subsidiary given in Regulation 16 of the Listing Regulations, the Company does not have any Material Subsidiary as on March 31, 2024.

**Declaration regarding compliance by board members and senior management personnel with the company's code of conduct**

The Company has adopted a Code of Conduct for its Employees and Directors which is available on the Company's website.

As per the requirements of the Listing Regulations, this is to confirm that all the Members of the Board and Senior Management Personnel have affirmed with the Code of Conduct of the Company for the Financial Year 2023-24 and accordingly have received a declaration of compliance with the Code of Conduct from them.

**For and on behalf of the Board of Directors  
of Addi Industries Limited**

**Place : New Delhi  
Dated : 13.08.2024**

**Sd/-  
Chaman Lal Jain  
Managing Director  
(DIN: 00022903)**

**Sd/-  
Hari Bansal  
Director  
(DIN: 00022923)**



**MANAGING DIRECTOR'S DECLARATION ON CODE OF CONDUCT**

To,  
The Members of  
**Addi Industries Limited**  
A-104, Third Floor, Okhla Industrial Area,  
Phase – II, New Delhi 110020

I, Chaman Lal Jain, Managing Director of the Company declare that all the members of the Board of Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct.

**For Addi Industries Limited**

**Sd/-**  
**Chaman Lal Jain**  
**(Managing Director)**  
**DIN: 00022903**

**Place: New Delhi**  
**Date: 13.08.2024**

**COMPLIANCE CERTIFICATE****(Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)**

To,  
The Board of Directors  
Addi Industries Limited  
A-104, Third Floor, Okhla Industrial Area,  
Phase – II, New Delhi 110020

We, Chaman Lal Jain, Managing Director and Atul Jain, Chief Financial Officer of Addi Industries Limited, to the best of our knowledge and belief certify that:

- A. We have reviewed financial statements and the cash flow statement for the Financial Year 2023-24 and that to the best of our knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading,
  2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws & regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee –
- (1) Significant changes in internal control over the financial reporting during the year;
  - (2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (3) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Place: New Delhi**  
**Date: 13.08.2024**

**Sd/-**  
**Atul Jain**  
**Chief Financial Officer**

**Sd/-**  
**Chaman Lal Jain**  
**Managing Director**

**CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
**ADDI INDUSTRIES LIMITED**  
A- 104, Third Floor, Okhla Industrial Area  
Phase – II, New Delhi 110020

We have examined the compliance of conditions of Corporate Governance **Addi Industries Limited** (CIN: L51109DL1980PLC256335) ('the Company'), as stipulated in regulations 17 to 20 & 22 to 27 and clause (b) to (i) of regulation 46(2) and Para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the financial year ended March 31, 2024.

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

On the basis of my findings of my examination of the records produced and explanations and information furnished to us, and the representation made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the financial year ended March 31, 2024.

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

**For JVS & Associates  
Company Secretaries**

Sd/-

**Jyoti Sharma  
CP No.: 10196  
Membership No.: FCS-8843  
Peer Review No : 810/2020  
UDIN: F008843F000963357**

**Date: 13.08.2024  
Place: New Delhi**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**OF ADDI INDUSTRIES LIMITED**

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

To,  
The Members of  
Addi Industries Limited  
A- 104, Third Floor, Okhla Industrial Area  
Phase – II, New Delhi 110020

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Addi Industries Limited** having CIN: L51109DL1980PLC256335 and having registered office at A- 104, Third floor, Okhla Industrial Area, Phase – II, New Delhi 110020 (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.

On the basis of the written representations / declarations received from Directors of the Company and taken on record by the Board of Directors of the Company as on March 31, 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](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its Officers, none of the Directors on the Board of the above said Company has been debarred or disqualified from being appointed or continuing as Director of the Company by SEBI / Ministry of Corporate Affairs or any such Statutory Authority except delay in paying independent directors fee to Indian Institute of Corporate Affairs.

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

**For JVS & Associates**  
**Company Secretaries**

Sd/-

**Jyoti Sharma**  
CP No.: 10196

**Membership No.: FCS-8843**  
**Peer Review No. 810/2020**  
**UDIN : F008843F000963269**

Date: 13.08.2024  
Place: New Delhi

**Particulars of Employees**

- A) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2023-24, the percentage increase in remuneration of each Director & Company Secretary during the financial year 2023-24 and comparison of the remuneration of each of the Key Managerial Personnel against the performance of the Company.

Name of the Director/KMP	2023-24				
	Designation	Total Remuneration (Rs. p.a.)	Ratio of Remuneration of director to the median remuneration of employees	%age in increase in remuneration	Comparison of the remuneration of the KMP against the performance of the Company
Chaman Lal Jain	Managing Director	24,00,000	8.77	100%	Remuneration has been paid to the managing director during the financial year 23-24
V.B. Aggarwal	Independent Director	65,000	0.24	-3.70%	Independent Directors are paid only sitting fees.
Dr. B.K. Behera	Independent Director	65,000	0.24	-3.70%	
Dr. Kusum Chopra	Independent Director	50,000	0.18	53.85%	
Achal Kapoor	Independent Director	35,000	0.13	N.A	
Subrata Panda	Independent Director	35,000	0.13	N.A	
Taranjeet Kaur	Company Secretary	1,69,683	0.62	0%	
Atul Jain	CFO	7,62,300	2.79	10.84%	

**B. Percentage increase in the median remuneration of all employees in the financial year 2023-24:**

The median remuneration of employees of the Company during the financial year was Rs. 2,73,617. In the financial year, there was an increase of 10.10%.

**C. Number of permanent employees on the rolls of the Company as March 31, 2024:**

There were 8 permanent employees on the rolls of Company as on March 31, 2024

**D. Remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.**
**DETAILS OF TOP TEN EMPLOYEES AS PER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

S. No.	Name of Employees	Designation	Remuneration received during FY 2023-24	Nature of Employment (Contractual or Otherwise)	Qualification	Experience of Employee (Years)	Date of Commencement of Employment	Date of Birth	Last Employment Held	Number of Equity shares held by the employee in the Company	Name of any relative director or Relative Manager in the Company
1.	Chaman Lal Jain	MD	24,00,000/-	Otherwise	B.Com	56	01/10/1988	09/08/1944	No	1745818	Hari Bansal
2.	Atul kumar jain	CFO	7,62,300/-	Otherwise	B.Com(-Pass)	35	15/08/1988	26/10/1965	No	28	No
3.	Mahender Pal	Sr. Accountant	4,64,640/-	Otherwise	B.Com (Pass)	32	09/09/1991	05/03/1959	No	No	No
4.	Gopal Kumar Singh	Field Boy	2,35,876/-	Otherwise	12th Pass	14	01/09/2009	01/07/1979	No	No	No
5.	Kharak Singh	Office Boy	2,35,876/-	Otherwise	9th Pass	12	01/09/2011	04/01/1976	No	No	No
6.	Taranjeet Kaur	Company Secretary	1,69,683/-	Otherwise	Company Secretary	3	05/03/2021	15/07/1968	No	No	No
7.	Shyam Shreshtha	Driver	2,72,537/-	Otherwise	7th Pass	7	01/12/2016	01/01/1978	No	No	No
8.	Kuldeep	Driver	2,74,696/-	Otherwise	10th Pass	14	01/09/2009	04/02/1970	No	No	No

#Figures of remuneration to employees does not include bonus amount.

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

Place : New Delhi  
Dated : 13-08-2023

Sd/-  
Chaman Lal Jain  
Managing Director  
(DIN: 00022903)

Sd/-  
Hari Bansal  
Director  
(DIN: 00022923)



## **Independent Auditor's Report**

**To The Members of Addi Industries Limited**

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

### **Opinion**

We have audited the accompanying standalone financial statements of **Addi Industries Limited** ("the Company"), which comprise the balance sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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

### **Basis for Opinion**

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

### **Material Uncertainty Related to Going Concern**

We draw attention to Note 2 in the standalone financial statements, which specify that the Company is in process of exploring the modalities to start new business venture, however the Company has not yet implemented the same. These situations indicate the existence of material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, in view of future business opportunities, having significant cash & bank balances with positive net worth and no borrowings, the Management is of the view that going concern basis of accounting is appropriate for preparation of the accompanying standalone financial statement. Our opinion is not modified in respect of this matter.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report w.r.t the Company:

S. No.	Key Audit Matters	How our audit addressed the key audit matter
1.	<p><b>Investments in subsidiary &amp; others and investment property</b> (Refer to the accompanying Notes 4A and 5 forming integral part of the standalone financial statements)</p> <p>The Company carries its investments in subsidiary &amp; others amounting to ` 363.44 lakh and investment property amounting to ` 450 lakh (net of depreciation) at cost/amortised cost as at March 31, 2024. The amount being significant to the standalone financial statements, the determination of impairment charge required the application of significant judgments by Management, in particular with respect to determination of recoverable/fair value amount of these investments and investment property which in aggregate is significant to the standalone financial statements. Accordingly, the impairment of investments &amp; investment property was determined to be a key audit matter in our audit of the standalone financial statements.</p>	<p>Our procedure in relation to the appropriateness of judgements and estimates in valuation and determination of impairment include:</p> <p><b>a) Substantive testing:</b></p> <ul style="list-style-type: none"> <li>• Comparing the carrying amount of investments with audited financial statements of investee-company to identify whether its net assets, being an approximation of their minimum recoverable amount, was in excess of its carrying amount.</li> <li>• Obtaining and reviewing recoverable amounts as determined by the Management for each investments and investment property.</li> <li>• We discussed and evaluated Management assessment of impairment of investment and investment property.</li> <li>• We evaluated the objectivity and independence of specialists involved in the valuation process.</li> <li>• We assessed the valuation method used and evaluated the key assumptions used.</li> <li>• We considered the disclosures in the standalone financial statements for compliance with disclosure requirements.</li> </ul> <p><b>b) Controls testing:</b> Wherever appropriate, our substantive work was supplemented by controls testing work which encompassed understanding, evaluating and testing key controls in respect of judgement, estimates, valuation, impairment &amp; presentation of investments and investment property.</p> <p>Our procedures as mentioned above did not identify any findings that are significant for the financial statements as whole in respect of judgement, estimates, valuation, impairment &amp; presentation of investments and investment property.</p>

**Information Other than the Standalone Financial Statements and Auditor’s Report Thereon**

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the standalone financial statements and our auditor’s report thereon. The annual report is expected to be made available to us after the date of this auditor’s report.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial

performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the

key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - I. 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.
  - II. 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 that, instead of daily backups, periodic backups of books of account and other relevant documents have been maintained in electronic format.
  - III. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Change in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - IV. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - V. 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.
  - VI. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2 (II) above on reporting under Section 143(3)(b) of the Act.
  - VII. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - VIII. 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 standalone financial statements- Refer Note No. 27 to the standalone 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.
    - (d)
      - i. The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 35 to the accounts, 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      - ii. The Management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 35 to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or

provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- iii. Based on such audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) & (ii) above, contain any material misstatement.
  - (e) The dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.
  - (f) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
3. With respect to the matter to be included in the Auditors' report under Section 197(16):
- In our opinion and according to the information and explanation given to us, the Company has paid remuneration to its directors during the year is in accordance with the provisions of and limit laid down under section 197 read with Schedule V of the Act.

**For B.R. Gupta & Co.**  
Chartered Accountants,  
Firm's Registration Number 008352N

**Sd/-**  
**(Shikha Aggarwal)**  
Partner  
Membership Number 509191  
**UDIN: 24509191BKIPVP4150**

Place of Signature: New Delhi  
Date: 29.05.2024

**Annexure ‘A’ to the Independent Auditors’ Report of even date on the standalone financial statements of Addi Industries Limited**

The Annexure referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of Independent Auditors’ Report to the members of the Company on the standalone financial statements for the year ended March 31, 2024, we report that:

- i) In respect of Property, Plant and Equipment:
  - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company does not have any Intangible assets. Accordingly, the provisions of clause 3(i) (a)(B) of the Order are not applicable.
  - b) The Property, Plant and Equipment have been physically verified by the management during the year and according to the information and explanation given to us, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the Property, Plant and Equipment is reasonable having regard to the size of the Company and the nature of its assets.
  - c) According to the information and explanations given to us and the records examined by us, the title deeds of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements are held in the name of the Company except for the following property:

Description of property	Gross carry-ing Value ( in lakh)	Held in the name of	Whether promoter, director or their relative orEmployee	Period held	Reason for not being held in name of company
Building under invest-ment property	490.90	International Recreation Parks Pvt. Ltd.	NA	Since 2019	Title deed is pending to be transferred in the name of the Company

- d) According to the records examined by us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Accordingly, the provisions of clause 3(i) (d) of the Order are not applicable.
- e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i) (e) of the Order are not applicable.
- ii)
  - a) According to the information and explanations given to us, the Company does not have any inventory. Accordingly, the provisions of clause 3(ii) (a) of the Order are not applicable.
  - b) According to the information and explanations given to us and the records examined by us, the Company has not been sanctioned any working capital limits from banks or financial institutions. Accordingly, the provisions of clause 3(ii) (b) of the Order are not applicable.
- iii) According to the information and explanations given to us, the Company has neither made any investments nor provided any guarantee or security nor granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties. Accordingly, the provisions of clauses 3(iii)(a) to (f) of the Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
- 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 during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi) On the basis of available information and explanation provided to us, the Central Government has not

prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014 dated December 31, 2014 (as amended from time to time) to the current operations carried out by the Company. Accordingly, the provisions of clause 3(vi) Order are not applicable.

vii) In respect of statutory dues:

- a) The Company is generally regular in depositing undisputed statutory dues including Goods and Service 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 applicable to it with the appropriate authorities. Further there were no undisputed outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable.
- b) According to the records of the Company examined by us and the information and explanations given to us, there were no dues in respect of statutory dues referred to in sub-clause (vii) (a) above that have not been deposited with the appropriate authorities on account of any dispute except the following:

Name of the Statute	Nature of Dues	Amount involved (in ₹ in lakh)	Amount Deposited (in ₹ in lakh)	Period	Forum where dispute is pending
ESI Act	ESI	77.42	-	During 1995-1996 to 1998-1999	Allahabad High Court

viii) According to the information and explanations given to us and the records examined by us, there are no unrecorded transactions 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, the provisions of clause 3(viii) of the Order are not applicable.

ix) In respect of loans or other borrowings, according to the information and explanations given to us and audit procedures performed by us:

- a) The Company has not taken any loan from any lender. Therefore, the provisions of paragraph 3(ix)(a), (c), (d) and (f) of the Order are not applicable to the Company.
- b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its associates. Accordingly, the provisions of clause 3(ix)(e) of the Order are not applicable.

x)

- a) During the year, the Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, the provisions of clause 3(x) (a) of the Order are not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible). Accordingly, provisions of clause 3 (x) (b) of the Order are not applicable.

xi)

- a) As per the information and explanations given to us on our enquiries on this behalf, no fraud of material significance on or by the Company has been noticed or reported during the year.
- b) In our opinion and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed during the year and upto the date of this report in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

xii) The Company is not a Nidhi company. Accordingly, provisions of clause 3(xii) (a) to (c) of the Order are not applicable.

- xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- xiv) In respect to internal audit system in the Company:
- In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
  - We have considered the internal audit reports of the Company issued till date, for the year under audit.
- xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the Order are not applicable.
- xvi)
- The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, provisions of clause 3 (xvi) (a) of the Order are not applicable.
  - The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
  - The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
  - According to the information and explanations given to us, there are no core investment company (CIC) within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, provisions of clause 3 (xvi) (d) of the Order are not applicable.
- xvii) According to the information and explanations given to us, the Company has neither incurred any cash losses in the current financial year nor in the immediately preceding financial year.
- xviii) There has been no resignation of the statutory auditors of the Company during the year. Accordingly, provisions of clause 3 (xviii) of the Order are not applicable.
- xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management's plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date (read with Note 2 of the financial statements). We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report

**For B.R. Gupta & Co.**

Chartered Accountants,

Firm's Registration Number 008352N

Sd/-

**(Shikha Aggarwal)**

Partner

Membership Number 509191

**UDIN: 24509191BKIPVP4150**

Place of Signature: New Delhi

Date: 29.05.2024



**Annexure 'B' to the Independent Auditors' Report of even date on the Standalone Financial Statements of Addi Industries Limited****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to standalone financial statements of Addi Industries Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls with reference to financial statements**

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

**Inherent Limitations of Internal Financial Controls with reference to financial statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to

financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on "the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For B.R. Gupta & Co.**

Chartered Accountants,

Firm's Registration Number 008352N

Sd/-

**(Shikha Aggarwal)**

Partner

Membership Number 509191

**UDIN : 24509191BKIPVP4150**

Place of Signature: New Delhi

Date: 29.05.2024

**Standalone Balance Sheet as at March 31, 2024**

(All Amount in ₹ lakh, unless otherwise stated)

Particulars	Notes	As At March 31, 2024	As At March 31, 2023
<b>ASSETS</b>			
<b>I. Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	3.26	4.07
(b) Capital Work in Progress	4	-	-
(c) Right of Use Assets	30	5.35	10.29
(d) Investment Property	4A	450.00	458.18
(e) Financial Assets			
(i) Investments	5	363.44	363.44
(ii) Other Financial Assets	6	664.10	62.52
(f) Deferred Tax Assets (Net)	7	8.04	82.36
(g) Non-Current Tax Assets (Net)	9	13.79	14.18
(h) Other Non-Current Assets	8	215.58	-
<b>Total Non-Current Assets</b>		<b>1,723.56</b>	<b>995.04</b>
<b>Current Assets</b>			
(a) Financial Assets			
(i) Cash and Cash Equivalents	10	26.23	15.57
(ii) Bank Balances other than Cash and Cash Equivalents	11	5,576.04	6,090.22
(iii) Others Financial Assets	6	325.16	222.57
(b) Other Current Assets	8	1.61	1.59
<b>Total Current Assets</b>		<b>5,929.04</b>	<b>6,329.95</b>
<b>Total Assets</b>		<b>7,652.60</b>	<b>7,324.99</b>
<b>II. Equity And Liabilities</b>			
<b>Equity</b>			
(a) Equity Share Capital	12	540.00	540.00
(b) Other Equity	13	7,047.70	6,730.53
<b>Total Equity</b>	<b>Total</b>	<b>7,587.70</b>	<b>7,270.53</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities		5.63	6.13
(ii) Other Financial Liabilities	16	11.44	11.48
(b) Provisions	14	23.80	18.05
<b>Total Non-Current Liabilities</b>		<b>40.87</b>	<b>35.66</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities		0.50	4.85
(ii) Trade Payables	15		
a) Total Outstanding Dues to Micro and Small Enterprises		0.91	-
b) Total Outstanding Dues to Parties Other than Micro and Small Enterprises		8.49	6.10
(ii) Other Financial Liabilities	16	6.61	1.07
(b) Other Current Liabilities	17	1.45	1.60
(c) Provisions	14	6.07	5.18
<b>Total Current Liabilities</b>		<b>24.03</b>	<b>18.80</b>
<b>Total Equity And Liabilities</b>		<b>7,652.60</b>	<b>7,324.99</b>
Summary of Material Accounting Policies	2A		

The accompanying notes are an integral part of the financials statements

As per our Report of even date attached

**For B.R. Gupta & Co.**

Chartered Accountants

Firm's Registration Number 008352N

**Sd/-****(Shikha Aggarwal)**

Partner

Membership Number 509191

Place of Signature: New Delhi

Date: 29.05.24

**For and on behalf of the Board of Directors of****Addi Industries Limited****Sd/-****(Chaman Lal Jain)**

Managing Director

DIN 00022903

**Sd/-****(Taranjeet Kaur)**

Company Secretary

ICSI M. No. 008991

**Sd/-****(Subrata Panda)**

Independent Director

DIN 00428387

**Sd/-****(Atul Jain)**

Chief Financial Officer

**Standalone Statement of Profit and Loss for the year Ended March 31, 2024**

(All Amount in ₹ lakh, unless otherwise stated)

Particulars Notes		For the year ended 31 March 2024	For the year ended 31 March 2023
<b>I. Revenue From Operations</b>		-	-
II. Other Income	18	726.89	391.94
<b>III. Total Income (I + II)</b>		<b>726.89</b>	<b>391.94</b>
<b>IV. Expenses</b>			
(a) Employee Benefits Expense	19	55.34	39.37
(b) Finance Cost	20	1.91	1.39
(c) Depreciation and Amortisation Expense	21	13.93	13.79
(d) Other Expenses	22	38.23	47.95
<b>Total Expenses</b>		<b>109.41</b>	<b>102.50</b>
<b>V. Profit/ (Loss) Before Exceptional Items and Tax (III-IV)</b>		<b>617.48</b>	<b>289.44</b>
VI. Exceptional Items	23	-	1,829.56
<b>VII. Profit/ (Loss) Before Tax (V-VI)</b>		<b>617.48</b>	<b>2,119.00</b>
<b>VIII. Tax Expense:</b>	24		
(a) Current tax		75.73	290.29
(b) Deferred tax charge/(release)		74.72	130.59
(c) Income tax Adjustment for earlier year		13.71	5.44
<b>Total Tax Expense</b>		<b>164.16</b>	<b>426.32</b>
<b>IX. Profit/(Loss) For The Year (VII-VIII)</b>		<b>453.32</b>	<b>1,692.68</b>
X. Other Comprehensive Income			
<b>(A)</b> (i) Items that will not be reclassified to profit or loss			
(a) Remeasurement gain/(loss) of defined benefit plans		(1.60)	(0.12)
(ii) Income tax on items that will not be reclassified to profit or loss		0.40	0.03
<b>(B)</b> (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax on items that will be reclassified to profit or loss		-	-
<b>Other comprehensive income for the year, net of tax</b>		<b>(1.20)</b>	<b>(0.09)</b>
<b>XI Total comprehensive income for the year, net of tax (IX+X)</b>		<b>452.12</b>	<b>1,692.59</b>
<b>XII Earnings Per Share: (Face Value ₹ 5 Per Share)</b>	25		
1) Basic (amount in ₹)		<b>4.20</b>	<b>15.68</b>
2) Diluted (amount in ₹)		<b>4.20</b>	<b>15.68</b>
Summary of Material Accounting Policies	2A		

The accompanying notes are an integral part of the financials statements

**As per our Report of even date attached  
For B.R. Gupta & Co.**

Chartered Accountants

Firm's Registration Number 008352N

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

Sd/-  
**(Shikha Aggarwal)**  
Partner  
Membership Number 509191

Place of Signature: New Delhi  
Date: 29.05.24

Sd/-  
**(Chaman Lal Jain)**  
Managing Director  
DIN 00022903

Sd/-  
**(Taranjeet Kaur)**  
Company Secretary  
ICSI M. No. 008991

Sd/-  
**(Subrata Panda)**  
Independent Director  
DIN 00428387

Sd/-  
**(Atul Jain)**  
Chief Financial Officer

**Standalone Statement of changes in equity for the year March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

**A. Equity Share Capital**

	Amount
Closing Balance as at April 1, 2022	540.00
Changes in equity share capital during the current year	-
Closing Balance as at March 31, 2023	540.00
Changes in equity share capital during the current year	-
Closing Balance as at March 31, 2024	540.00

**B. Other Equity**

	Reserves and Surplus			
	Capital Reserve	Securities Premium	Retained Earnings	Total Equity
<b>Balance as at April 01, 2022</b>	<b>57.99</b>	<b>1,318.51</b>	<b>3,661.44</b>	<b>5,037.94</b>
Net Income / Loss for the year	-	-	1,692.68	1,692.68
Add: Other comprehensive income *	-	-	(0.09)	(0.09)
<b>Balance as at March 31, 2023</b>	<b>57.99</b>	<b>1,318.51</b>	<b>5,354.03</b>	<b>6,730.53</b>
<b>Balance as at April 01, 2023</b>	<b>57.99</b>	<b>1,318.51</b>	<b>5,354.03</b>	<b>6,730.53</b>
Net Income / Loss for the year	-	-	453.32	453.32
Add: Other comprehensive income *	-	-	(1.20)	(1.20)
Less- Dividend Paid (F.Y 2022-23)			(134.96)	(134.96)
<b>Balance as at March 31, 2024</b>	<b>57.99</b>	<b>1,318.51</b>	<b>5,671.20</b>	<b>7,047.70</b>

\* Represents Re-measurement of defined benefit plans (net)

Summary of Material Accounting Policies

2A

The accompanying notes form an integral part of the financials statements

As per our Report of even date attached

**For B.R. Gupta & Co.,**

Chartered Accountants

Firm's Registration Number 008352N

Sd/-

**(Shikha Aggarwal)**

Partner

Membership Number 509191

**For and on behalf of the Board of Directors of**
**Addi Industries Limited**

Sd/-

**(Chaman Lal Jain)**

Managing Director

DIN 00022903

Sd/-

**(Subrata Panda)**

Independent Director

DIN 00428387

Sd/-

**(Taranjeet Kaur)**

Company Secretary

ICSI M. No. 008991

Sd/-

**(Atul Jain)**

Chief Financial Officer

Place of Signature: New Delhi

Date: 29.05.24

**Standalone Statement of Cash Flows for the year ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>A. Cash Flow From Operating Activities</b>		
Net Profit Before Tax	617.48	2,119.00
Adjustments for :		
Depreciation (Net)	13.93	13.79
Loss/(Profit) on sale of property, plant and equipment and shares	-	(1,578.14)
Provision for Capital advance	-	(251.42)
Excess liability written back	(205.08)	(0.04)
Finance cost	1.91	1.39
Unwinding of discount on deposits	(1.07)	(0.31)
Interest Income	(460.58)	(330.95)
Rental Income	(60.16)	(60.64)
<b>Operation Profit Before Working Capital Changes</b>	<b>(93.57)</b>	<b>(87.32)</b>
<b>Movement In Working Capital:</b>		
Increase/(Decrease) in Trade Payables & Other Current Liabilities	208.23	(153.30)
Increase/(Decrease) in Financial Liabilities	6.56	12.58
Increase/(Decrease) in Provisions	5.44	3.11
(Increase)/Decrease in Other Current Assets	(0.02)	0.81
(Increase)/Decrease in Other Financial Assets	(704.17)	60.33
(Increase)/Decrease in Other Non-Current Assets	(205.08)	-
<b>Net Cash Generated From Operations</b>	<b>(782.61)</b>	<b>(163.79)</b>
Direct Taxes Paid/(Net of Refund Received)	(89.43)	(273.05)
<b>Net Cash Inflow From/(Used In) Operating Activities</b>	<b>(A)</b>	<b>(436.84)</b>
<b>B. Cash Flow From Investing Activities</b>		
Purchase of Property, Plant and Equipment	-	150.16
Sale of Property, Plant and Equipment	-	1,595.10
Capital advance	(10.50)	
Purchase of Fixed Deposits (Net)	514.18	(1,745.81)
Purchase of Investment	0.00	(50.00)
Sale of Investment	-	252.40
Capital Work in Progress	-	8.18
Rent received	60.16	-
Interest Received	460.58	228.95
<b>Net Cash From/ (Used In) Investing Activities</b>	<b>(B)</b>	<b>438.98</b>
<b>C. Cash Flow From Financing Activities</b>		
Payment of lease liability	(4.85)	(4.95)
Interest on lease liability	(0.80)	-
Interest on security deposit	(1.02)	-
Interest of delay in payment of statutory dues	(0.09)	
Dividend paid during the year	(134.96)	
<b>Net cash inflow from/(used in) Financing Activities</b>	<b>(C)</b>	<b>(4.95)</b>
<b>Net Increase (Decrease) In Cash And Cash Equivalents</b>	<b>(A+B+C)</b>	<b>(2.81)</b>
Opening Balance of Cash and Cash Equivalents	15.57	18.38
<b>Total Cash And Cash Equivalent (Note No. 11)</b>	<b>26.23</b>	<b>15.57</b>
<b>Components Of Cash And Cash Equivalents</b>		
Cash on hand	0.36	0.65
With banks - on current account and deposits with banks	25.87	14.92
<b>Total Cash and Cash equivalent (Note No. 11)</b>	<b>26.23</b>	<b>15.57</b>

**Note:** The cash flow statement has been prepared under indirect method as set out in Indian Accounting Standard (IND AS-7)

Summary of Material Accounting Policies

2A

The accompanying notes are an integral part of the financials statements

As per our Report of even date attached

For and on behalf of the Board of Directors of

For B.R. Gupta & Co.

Addi Industries Limited

Chartered Accountants

Firm's Registration Number 008352N

Sd/-

Sd/-

Sd/-

(Shikha Aggarwal)

(Chaman Lal Jain)

(Subrata Panda)

Partner

Managing Director

Independent Director

Membership Number 509191

DIN 00022903

DIN 00428387

Sd/-

Sd/-

Place of Signature: New Delhi

(Taranjeet Kaur)

(Atul Jain)

Date: 29.05.24

Company Secretary

Chief Financial Officer

ICSI M. No. 008991

**Notes to standalone financial statements for the year ended March 31, 2024****Note 1 : Corporate Information**

Addi Industries limited (the company) is a public limited company incorporated in the year 1980 under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The Company is engaged in the manufacturing and marketing of readymade garments. The Registered office of the company is located at 23, Eastern Avenue, Maharani Bagh, New Delhi-South Delhi-110065.

The Financial Statements for the year ended March 31, 2024 were approved by the Board of Directors on May 29, 2024

**Note 2 : Statement of Compliance**

The Financial Statements are prepared on an accrual basis under historical cost Convention except for certain financial instruments which are measured at fair value. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Companies Act, 2013, as applicable.

The accounting policies are applied consistently to all the periods presented in the financial statements.

**Basis of preparation and presentation:**

The standalone financial statements have been prepared on the historical cost convention on accrual basis except for certain class of financial assets/liabilities and net liability for defined benefit plans that are measured at fair value, as explained in the relevant accounting policies mentioned. The financial statements are presented in ` and all values are rounded to the nearest lakh except otherwise stated.

**Going Concern**

The Board of Directors is in process of exploring the modalities to start new business venture, however the Company has not yet implemented the same. This situation indicates the existence of material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, in view of future business opportunities, having significant cash & bank balances with positive net worth and no borrowings, these accounts have been prepared on going concern basis.

**Recent Accounting Pronouncement**

Ministry of Corporate Affairs ("MCA") notifies new Standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new Accounting Standards or amendments to the existing standards as applicable to the Company.

**Note 2A: Material Accounting Policies****a) Accounting judgements, estimates and assumptions**

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected.

**b) Use of Estimates and Judgements**

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

**i) Income taxes**

The Company is subject to income tax laws as applicable in India. Significant judgment is required in determining provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. Where tax positions are uncertain, accruals are recorded within income tax liabilities for management's best estimate of the ultimate liability that is expected to arise based on the specific circumstances and the Company's historical experience. Factors that may have an impact on current and deferred taxes include changes in tax laws, regulations or rates, changing interpretations of existing tax laws or regulations, future levels of research and development spending and changes in pre-tax earnings.

**ii) Contingencies**

Contingent Liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal and other claims. By virtue of their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgements and the use of estimates regarding the outcome of future events.

**iii) Recoverability of deferred taxes**

In assessing the recoverability of deferred tax assets, management considers whether it is probable that taxable profit will be available against which the losses can be utilised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment.

**iv) Defined benefit plans**

The present value of the gratuity and compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the actuary considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

**v) Useful lives of property, plant and equipment**

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

**vi) Leases**

Where the Company is the lessee, key judgements include assessing whether arrangements contain a lease and determining the lease term. To assess whether a contract contains a lease requires judgement about whether it depends on a specified asset, whether the Company obtains substantially all the economic benefits from the use of that asset and whether the Company has a right to direct the use of the asset. In order to determine the lease term judgement is required as extension and termination options have to be assessed along with all facts and circumstances that may create an economic incentive to exercise an extension option, or not exercise a termination option. The Company revises the lease term if there is a change in the non-cancellable period of a lease. Estimates include calculating the discount rate which is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Where the Company is the lessor, the treatment of leasing transactions is mainly determined



by whether the lease is considered to be an operating or finance lease. In making this assessment, management looks at the substance of the lease, as well as the legal form, and makes a judgement about whether substantially all of the risks and rewards of ownership are transferred. Arrangements which do not take the legal form of a lease but that nevertheless convey the right to use an asset are also covered by such assessments.

### c) **Property, Plant and Equipment**

The Company had applied for the one time transition exemption of considering the carrying cost of the transition date i.e., April 01, 2016 as the deemed cost under Ind AS.

Property, plant and equipment and capital work in progress are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct services, any other costs directly attributable to bringing the assets to its working condition for their intended use and cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Glow sign boards, which have no salvage value are charged to Standalone statement of profit and loss.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the standalone statement of profit and loss within other income / expense (as applicable)

**Subsequent costs:** The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in standalone statement of profit and loss as and when incurred.

**Decommissioning Costs :** The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

**Capital work in progress:** Capital work in progress comprises the cost of property, plant and equipment that are not ready for their intended use at the reporting date.

**Depreciation :** Depreciation on PPE are provided to the extent of depreciable amount on straight line basis (SLM). Depreciation is provided at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013. Leasehold Land and Leasehold Improvements are amortised over the period of lease or useful life of assets whichever is lower. The residual values, useful lives are reviewed at each financial year end and adjusted appropriately.

Asset costing less than ` 5000/- has been depreciated fully in the year of purchase only.

### **Intangible Assets**

#### **Recognition and measurement**

Software, if any, which are not an integral part of related hardware, is treated as intangible asset and amortized over a period of three years or its licensed period, whichever is less. Leasehold Improvements are amortized over period of lease.

**Transition to Ind AS:** On transition to Ind AS, the Company has elected to continue with the carrying value of all its intangible assets recognized as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

### d) **Borrowing Costs**

Borrowing costs consists of interest and amortization of ancillary costs that an entity incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the interest cost.

**e) Foreign Currency Transactions****Functional and presentational currency**

The Company's financial statements are presented in Indian Rupees (₹ in lakhs) which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which a Company operates and is normally the currency in which the Company primarily generates and expends cash.

**Transactions and balances**

Transactions in foreign currencies are initially recorded by the Company at the functional currency using exchange rates at the date the transaction. Foreign exchange gains and losses from settlement of these transactions are recognised in the Standalone standalone statement of profit and loss. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency using spot rates of exchange at the reporting date, the gain or loss arising from such translations are recognised in the Standalone statement of profit and loss. Differences arising on settlement of Non-monetary items that are measured in terms of historical cost in a foreign currencies are not retranslated.

**f) Revenue recognition & Purchase Recognition**

Revenue is to be recognized upon transfer of control of promised products or services to our customers for an amount that reflects the consideration the Company expects to receive in exchange for those products or services and when there are no longer any unfulfilled obligations. To recognize revenues, the Company apply the following five step approach:

- (1) Identify the contract with a customer
- (2) Identify the performance obligations in the contract
- (3) Determine the transaction price,
- (4) Allocate the transaction price to the performance obligations in the contract
- (5) Recognize revenues when a performance obligation is satisfied.

At contract inception, the Company assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Company applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation based on their relative stand-alone selling price or residual method. Stand-alone selling prices are determined based on sale prices for the components when it is regularly sold separately, in cases where the Company is unable to determine the stand-alone selling price the Company uses third-party prices for similar deliverables or the company uses expected cost plus margin approach in estimating the stand-alone selling price.

For performance obligations where control is transferred over time, revenues are recognized by measuring progress towards completion of the performance obligation. The selection of the method to measure progress towards completion requires judgment and is based on the nature of the promised products or services to be provided.

The method for recognizing revenues and costs depends on the nature of the goods sold & services rendered:

Interest income is recognized on a time proportion basis using the effective interest rate (EIR) method.

Purchases are recognized upon receipt of such goods by the company. Purchases of imported goods, if any are to be recognised after completion of custom clearance formalities and upon receipt of such goods by the company at the warehouse. All other Purchases are accounted for on accrual basis.

**g) Inventories**

Items of inventories are to be measured at lower of cost and net realizable value after providing for obsolescence, wherever considered necessary. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. The cost of various components of inventory is determined as follows:-

<b>Raw Materials, Stores, Spares and Packing Material</b>	Cost includes purchase price, non refundable duties, taxes and all other costs incurred in bringing the inventories to their present location. Cost is determined on First In First Out (FIFO) basis.
<b>Stocks-in-process and Finished Goods</b>	Cost includes material cost and also includes an appropriate portion of allocable overheads. Cost is determined on First In First Out basis.
<b>Traded Goods</b>	Cost includes purchase cost, duties, taxes and all other costs incurred in bringing the inventory to their present location. Cost is determined on First In First Out (FIFO) basis.

#### **h) Employee's Benefits**

Short Term Employee Benefits: All employees' benefits falling due wholly within twelve months of rendering the services are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences etc. and the expected cost of bonus are recognized in the period in which the employee renders the related services at undiscounted amount.

##### **Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts. Provident Fund and Employee State Insurance Schemes are defined contribution scheme and contributions paid / payable are recognised as an expense in the Standalone statement of profit and loss during the year in which the employee renders the related service. For Defined Contribution Retirements Benefit Schemes, payments are charged as an expense as they fall due.

##### **Defined Benefit Plan**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation report using the projected unit credit method as at the year end.

The obligations are measured at the present value of the estimated future cash flows. The discount rate is generally based upon the market yields available on Government bonds at the reporting date with a term that matches that of the liabilities.

Re-measurements, comprising actuarial gains and losses including, the effect of the changes to the asset ceiling (if applicable), is reflected immediately in Other Comprehensive Income in the Standalone statement of profit and loss. All other expenses related to defined benefit plans are recognised in Standalone standalone statement of profit and loss as employee benefit expenses. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

##### **Other Long Term Employee Benefits**

Long term compensated absences are provided for on the basis of actuarial valuation, using the projected unit credit method, at the end of each financial year. Actuarial gains / loss are recognised in Standalone statement of Profit & Loss.

#### **i) Leases**

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

##### **Company as a lessee**

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall

comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the Standalone statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and standalone statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in standalone statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

**Company as Lessor**

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term.

**j) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**Contingent liability is disclosed in the case of ;**

- i) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle obligation;
- ii) a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are neither recognised nor disclosed. However, when realisation of income is virtually certain, related asset is recognised.

Provision, contingent liabilities and contingent assets are reviewed at each balance sheet date and adjusted where necessary to reflect the current best estimate of obligation or asset.

**k) Financial instruments**

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

**(i) Initial recognition and measurement**

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the company becomes a party to the contractual provisions of the instrument.

A financial asset is initially recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the Standalone statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

**(ii) Classification and subsequent measurement****a) Financial assets**

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

- Financial Asset carried at amortised cost
- Financial Asset at fair value through other comprehensive income (FVTOCI)
- Financial Asset at fair value through profit and loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

**• Financial Asset carried at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**• Financial Asset at fair value through other comprehensive income (FVTOCI)**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**• Financial Asset at fair value through profit and loss (FVTPL)**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

**• Equity investment in Subsidiary**

The Company had elected for one time Ind AS 101 exemption and adopted carrying cost of its investment in equity shares of its wholly owned subsidiary as its deemed cost as at the date of transition.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

- (i) The contractual rights to receive cash flows from the asset has expired, or
- (ii) The Company has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

**(b) Financial Liabilities**

A Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest rate method.

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at amortised cost
- Financial liabilities at fair value through profit and loss (FVTPL)

Financial liabilities at Amortized cost

**Loans and borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in the Standalone statement of profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Standalone statement of profit and loss. This category generally applies to borrowings.

**De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference (if any) in the respective carrying amounts is recognised in the Standalone statement of profit and loss.

**(c) Offsetting of Financial Instruments**

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

**l) Impairment of Financial Assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgments in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**m) Impairment of Non-Financial Assets**

The carrying amounts of the Company's non-financial assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ('CGU') is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

An impairment loss is recognized, if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount and is recognised in Standalone statement of profit and loss. Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**n) Fair Value Measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

**o) Taxes on Income : Tax expense comprises current and deferred tax.****Current Income Tax**

Current tax is the expected tax payable/receivable on the taxable income/loss for the year using applicable tax rates for the relevant period. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income (OCI) or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets are offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**Deferred Tax**

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

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

**p) Investment Property**

Investment property are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment Properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16 requirements for cost model.

As investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the assets) is included in profit or loss in the period in which the property is derecognised.

Depreciation on property are provided to the extent of depreciable amount on straight line basis (SLM). Depreciation is provided at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013.

**q) Assets Held for Sale:**

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



**Notes to standalone financial statements for the year ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

**Notes 3 : Property, Plant and Equipment**

Particulars	Leasehold Land	Buildings (Factory)	Furniture & fixtures	Vehicles	Computer System	Office equipment	Total
<b>Gross Carrying Amount :</b>							
<b>As At April 1, 2022</b>	6.87	34.75	0.03	5.60	-	1.86	49.11
Add: Additions made during the year	-	154.01	-	-	0.24	-	154.25
Less: Disposals/adjustments during the year	6.87	188.76	-	-	-	1.78	197.41
<b>As At March 31, 2023</b>	-	-	0.03	5.60	0.24	0.08	5.95
Add: Additions made during the year	-	-	-	-	-	-	-
Less: Disposals/adjustments during the year	-	-	-	-	-	-	-
<b>As At March 31, 2024</b>	-	-	0.03	5.60	0.24	0.08	5.95
<b>Accumulated Depreciation:</b>							
<b>As At April 1, 2022</b>	1.35	15.36	-	1.09	-	1.26	19.06
Add: Depreciation charge for the year	0.02	0.30	-	0.70	0.04	0.02	1.08
Less: Disposals/adjustments during the year	1.37	15.66	-	-	-	1.23	18.26
<b>As At March 31, 2023</b>	-	-	-	1.79	0.04	0.05	1.88
Add: Depreciation charge for the year	-	-	-	0.70	0.09	0.02	0.81
Less: Disposals/adjustments during the year	-	-	-	-	-	-	-
<b>As At March 31, 2024</b>	-	-	-	2.50	0.13	0.07	2.69
<b>Net Carrying Amount :</b>							
<b>Net block as at March 31, 2024</b>	-	-	0.03	3.10	0.11	0.01	3.26
<b>Net block as at 31 March 31, 2023</b>	-	-	0.03	3.81	0.20	0.03	4.06

Note: During the FY 22-23, the Company had sold its leasehold land and building and Profit on sale of PPE Rs.1,578.14(Net of expenses of Rs.of Rs.42.93 lakhs) has been booked under Note 22 as Exceptional item.

**Notes to standalone financial statements for the year ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

**Note 4 : Capital work-in-progress**

Particulars	Total
<b>As at April 1, 2022</b>	<b>150.16</b>
Additions	3.84
Written off during the year	-
Capitalised during the year	154.01
<b>Balance as at March 31, 2023</b>	<b>-</b>
Additions	-
Written off during the year	-
Capitalised during the year	-
<b>Balance as at March 31, 2024</b>	<b>-</b>

**Notes 4 A : Investment Property (Cost)**

Particulars	Building*
<b>Gross Amount :</b>	
Balance as at April 1, 2022	490.90
Addition during the year	-
Balance as at March 31, 2023	490.90
Addition during the year	-
Balance as at March 31, 2024	490.90
Accumulated Depreciation	
Balance as at April 1, 2022	24.54
Depreciation charge for the year	8.18
Balance as at March 31, 2023	32.72
Depreciation charge for the year	8.18
Balance as at March 31, 2024	40.90
Net carrying amount	
Balance as at March 31, 2024	450.00
Balance as at March 31, 2023	458.18

\* Title deed is pending to be transferred in the name of the Company.

**Investment Property disclosures under Ind AS 40**

**(a) Amount recognized in Statement of Profit and Loss on account of Investment property**

Particulars	2023-24	2022-23
Rental Income	60.16	60.64
Direct operating expenses from property that generated rental income	-	13.99
Income from investment properties before depreciation	60.16	46.65
Depreciation	8.18	8.18
Income from investment properties after depreciation	51.98	38.47

**(b) Fair value**

The fair value of the Company's investment properties as at March 31, 2024 and March 31, 2023 are required to be arrived at on the basis of circle rate of the property.

Information about the fair value of the Company's investment properties and fair value hierarchy are as follows:

Particulars	2023-24	2022-23
Fair value of Building	491.55	491.55

**(c) Company as a Lessor**

The Company has given its building space on cancellable operating lease through operating lease arrangements. Income from operating leases is recognised as revenue on a straight-line basis over the lease term.

Lease income of ₹ 60.16 Lakh (March 31, 2023: ₹ 60.64 Lakh) has been recognised and included under revenue from operations.

(All amounts in ₹ lakh, unless otherwise stated)

**Note 5 : Non Current Investments**

**Investment At Cost**

**Unquoted Investment**

**Investment in Equity Instruments of wholly owned subsidiary**

790,007 ( March 31, 2023: 790,007) Equity Shares of ₹ 10 each fully paid up in Aum Texfab Private Limited

75.24 75.24

**75.24 75.24**

**Investment At Amortised Cost**

**Quoted Investments**

**Investment in Tax Free Bonds**

Investment in Infrastructure 7.51% Bonds of HUDCO 15,000 (March 31, 2023: 15,000) Bonds of ₹ 1,000 each

150.00 150.00

Investment in infrastructure 7.28% Bonds of IRFC 1,510 (March 31, 2023: 1,510) Bonds of ₹ 1,000 each

15.10 15.10

Investment in infrastructure 7.35% Bonds of NHAI 1,428 (March 31, 2023: 1,428) Bonds of ₹ 1,000 each

14.28 14.28

Investment in infrastructure 7.28% bonds of NTPC 625 (March 31, 2023: 625) Bonds of ₹ 1,000 each

6.25 6.25

Investment in infrastructure 7.28% Bonds of PFC 257 (March 31, 2023: 257) Bonds of ₹ 1,000 each

2.57 2.57

**Investment in Taxable Bonds**

Investment in infrastructure 5.00% Bonds of NHAI 500 (March 31, 2023: 500) Bonds of ₹ 10,000 each

50.00 50.00

Investment in infrastructure 5.00% Bonds of PFC 500 (March 31, 2023: 500) Bonds of ₹ 10,000 each

50.00 50.00

**288.20 288.20**

**363.44 363.44**

Aggregate amount of Quoted investments 288.20 288.20

Aggregate market value of Quoted investments 308.55 307.60

Aggregate amount of Unquoted investments 75.24 75.24

Aggregate amount of impairment in Value of investments - -

(All amounts in ₹ lakh, unless otherwise stated)

Note 6 : Other Financial Assets	Non-Current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
(Unsecured, considered good, unless otherwise stated)				
Bank deposits with more than 12 months maturity(Refer Note 11)	662.00	45.00	-	-
Security Deposits	1.05	17.20	-	-
Rent Receivable	-	-	2.95	3.91
Interest Accrued on FDR	1.05	0.32	314.93	211.70
Interest Accrued on Tax Free Bonds	-	-	3.21	3.21
Interest Accrued on Taxable Bonds	-	-	4.07	3.75
Interest Accrued on investment property	-	-	(0.00)	95.86
Less: Allowance for Doubtful receivables	-	-	0.00	(95.86)
	<b>664.10</b>	<b>62.52</b>	<b>325.16</b>	<b>222.57</b>

**Note 7: Deferred Tax Assets (Net)**

	As At	As At
	March 31, 2024	March 31, 2023
Gross Deferred Tax Assets	9.39	84.95
Gross Deferred Tax Liabilities	1.35	2.59
	<b>8.04</b>	<b>82.36</b>

**Movement in Deferred Tax Liabilities (Net)**

	As At	Recognised in	Recognised in	As At
	March	Statement of	Statement of	March
	31, 2023	Profit	Other	31, 2024
		and Loss	Comprehen	
			sive Income	

**Deferred tax assets relates to the following:**

Provision for employee benefits	5.85	1.27	0.40	7.52
Lease liability	2.76	(1.22)		1.54
Deffered Lease-SD Rent deposit	0.60	(0.27)		0.33
Provision for doubtful advances	75.74	(75.74)		-
	<b>84.95</b>	<b>(75.96)</b>	<b>0.40</b>	<b>9.39</b>

**Deferred tax liability relates to the following:**

ROU Asset	2.59	(1.24)		1.35
	<b>2.59</b>	<b>(1.24)</b>	<b>-</b>	<b>1.35</b>
<b>Total deferred tax assets/(liabiities) (Net)</b>	<b>82.36</b>	<b>(74.72)</b>	<b>0.40</b>	<b>8.04</b>

(All amounts in ₹ lakh, unless otherwise stated)

	As At March 31, 2022	Recognised in Statement of Profit and Loss	Recognised in Statement of Other Comprehen- sive Income	As At March 31, 2023
<b>Deferred tax assets relates to the following:</b>				
Provision for employee benefits	5.03	0.79	0.03	5.85
Loss on Fair valuation of Investment	35.53	(35.53)	-	-
Land	96.61	(96.61)	-	-
Lease liability	2.76		2.76	
Deferred Lease-SD Rent deposit	0.60		0.60	
Provision for doubtful advances	75.74	0.00		75.74
	<b>212.92</b>	<b>(127.99)</b>	<b>0.03</b>	<b>84.95</b>
<b>Deferred tax liability relates to the following:</b>				
ROU Asset	-	2.59	-	2.59
	-	<b>2.59</b>	-	<b>2.59</b>
<b>Total deferred tax assets/(liabilities) (Net)</b>	<b>212.92</b>	<b>(130.58)</b>	<b>0.03</b>	<b>82.36</b>

<b>Note 8 : Other Assets</b>	<b>Non-Current</b>		<b>Current</b>	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
(Unsecured, considered good, unless otherwise stated)				
Capital Advances	215.58	205.08	-	-
Less: Allowance for doubtful advance	-	(205.08)	-	-
Balance with government authorities	-	-	0.82	0.65
Advance to Employee	-	-	0.58	0.70
Advance to Supplier	-	-	-	0.13
Prepaid Expenses	-	-	0.21	0.11
	<b>215.58</b>	<b>-</b>	<b>1.61</b>	<b>1.59</b>

**Note 9 : Non-Current Tax Assets**

Advance Tax (including TDS) {net of provision  
of ₹ 75.72 lakh (March 31, 2023 ₹ 290.29 lakh)}

	As At March 31, 2024	As At March 31, 2023
	13.79	14.18
	<b>13.79</b>	<b>14.18</b>

**Note 10 : Cash and Cash Equivalents**

Balances With Banks :  
- Current Accounts  
Cash on hand

	As At March 31, 2024	As At March 31, 2023
	25.87	14.92
	0.36	0.65
	<b>26.23</b>	<b>15.57</b>

(All amounts in ₹ lakh, unless otherwise stated)

Note 11 : Bank Balances other than Cash and Cash Equivalents	Non-Current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
<b>Balances with Banks:</b>				
Earmarked balance with Banks				
-Unpaid Dividend account			5.54	-
Deposit accounts with original maturity of more than 3 months but less than 12 months	-	-	1,128.50	4,165.22
Deposit accounts with original maturity of more than 12 months	662.00	45.00	4,442.00	1,925.00
Less: Amount disclosed under other Financial assets	(662.00)	(45.00)	-	-
	-	-	<b>5,576.04</b>	<b>6,090.22</b>

**Note 12 : Equity Share Capital**
**Authorised:**

150,00,000 (March 31, 2023: 150,00,000) equity shares of ₹ 5 each\*

750.00      750.00

**750.00      750.00**
**Issued, Subscribed & fully paid up:**

107,96,574 (March 31, 2023: 107,96,574) equity shares of ₹ 5 each\*

539.83      539.83

**Add: Amount paid up on shares forfeited**

3,400 (March 31, 2023: 3,400) equity shares of ₹ 5 each\*

0.17      0.17

**540.00      540.00**
**a) Reconciliation of Issued and Subscribed Share Capital:**

	No. of Shares*	Amount
<b>Balance as at April 1, 2022</b>	1,07,96,574	539.83
Add: Increase/(Decrease) During The Year	-	-
<b>Balance as at March 31, 2023</b>	1,07,96,574	539.83
Add: Increase/(Decrease) During The Year	-	-
<b>Balance as at March 31, 2024</b>	<b>1,07,96,574</b>	<b>539.83</b>

**b) Terms/rights Attached to Equity Shares**

The company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of Equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees During the year ended March 31,2024 the amount of final dividend distributed to equity shareholders is Rs. 1.25 per equity share for FY 22-23 as approved by shareholders in Annual general meeting held on 30.9.2023. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. No dividend is proposed by Board of Directors of the Company.

**c) Details of shareholders holding more than 5% shares in the company**

	As At March 31, 2024		As At March 31, 2023	
	No. of Shares	% holding	No. of Shares	% holding
a. Mr. Hari B.Bansal	9,96,118	9.23%	9,96,118	9.23%
b. Mr.Abhishek Bansal	10,00,666	9.27%	10,00,666	9.27%
c. Mr. Chaman Lal Jain	17,45,818	16.17%	16,89,818	15.65%
d. Mrs. Urmila Jain	37,14,493	34.40%	37,14,493	34.40%

d) The Company has not issued any shares pursuant to any contract without payment being received in cash or as fully paid up by way of bonus shares. The Company has not bought back any shares.

\* Number of Shares are given in absolute numbers.

(All amounts in ₹ lakh, unless otherwise stated)

**e) Details of Promoter's Shareholding:**

Promoter Name	As at March 31, 2024		As at March 31, 2023		% Change during the year
	No. of Shares	%of total shares	No. of Shares	%of total shares	
Abhishek Bansal	10,00,666	9.27%	10,00,666	9.27%	0.00%
Anju Bhaskar	59,100	0.55%	59,100	0.55%	0.00%
Anu Lance	-	0.00%	56,000	0.52%	-0.52%
Chaman Lal Jain	17,45,818	16.17%	16,89,818	15.65%	0.52%
Hari Bansal	9,96,118	9.23%	9,96,118	9.23%	0.00%
Urmila Jain	37,14,493	34.40%	37,14,493	34.40%	0.00%
Ultimate Investments LLP	5,01,980	4.65%	5,01,980	4.65%	0.00%

Promoter Name	As at March 31, 2023		As at March 31, 2022		% Change during the year
	No. of Shares	%of total shares	No. of Shares	%of total shares	
Abhishek Bansal	10,00,666	9.27%	10,00,666	9.27%	0%
Anju Bhaskar	59,100	0.55%	59,100	0.55%	0%
Anu Lance	56,000	0.52%	56,000	0.52%	0%
Chaman Lal Jain	16,89,818	15.65%	16,89,818	15.65%	0%
Hari Bansal	9,96,118	9.23%	9,96,118	9.23%	0%
Urmila Jain	37,14,493	34.40%	37,14,493	34.40%	0%
Ultimate Investments LLP	5,01,980	4.65%	5,01,980	4.65%	0%

**Note 13 : Other Equity**

	As At March 31, 2024	As At March 31, 2023
Capital Reserve	57.99	57.99
Securities Premium	1,318.51	1,318.51
Retained Earnings	5,671.20	5,354.03
<b>Total</b>	<b>7,047.70</b>	<b>6,730.53</b>

**Note:**

- i) For Movement during the period in Other Equity, refer “Statement of Change in Equity”.
- ii) **Nature and purpose of reserves**
- a) **Capital Reserve:**  
During 2000-01, specific reserves such as investment allowance reserve, investment allowance utilization reserve, generator subsidy and capital subsidy were transferred into capital reserve.
- b) **Securities Premium:**  
The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve will utilised in accordance with provisions of the companies Act 2013.
- c) **Retained Earnings:**  
Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

**Note 14 : Provisions**

	Non current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Provision for Compensated Absences	7.66	6.68	1.49	1.16
Provision for Gratuity (Refer Note No. 26)	16.14	11.37	4.58	4.03
	<b>23.80</b>	<b>18.05</b>	<b>6.07</b>	<b>5.18</b>

**Note 15 : Trade Payables**

	As At	As At
	March 31, 2024	March 31, 2023
- Outstanding Dues to Micro and Small Enterprises	0.91	-
- Total Outstanding Dues to Parties Other than Micro and Small Enterprises	8.49	6.10
	<b>9.40</b>	<b>6.10</b>

(All amounts in ₹ lakh, unless otherwise stated)

**Trade Payables ageing schedule as on March 31, 2024**

	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	Unbilled Dues	Total
(i) Micro and Small Enterprise	-	0.91	-	-	-	0.91
(ii) Others	-	5.24	-	-	3.25	8.49
(iii) Disputed dues — MSME	-	-	-	-	-	-
(iv) Disputed dues — Others	-	-	-	-	-	-

**Trade Payables ageing schedule as on March 31, 2023**

	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	Unbilled Dues	Total
(i) Micro and Small Enterprise	-	-	-	-	-	-
(ii) Others	-	3.17	-	-	2.93	6.10
(iii) Disputed dues — MSME	-	-	-	-	-	-
(iv) Disputed dues — Others	-	-	-	-	-	-

- (a) As per Schedule III of the Companies Act, 2013 and as certified by the management, the amount due to Micro, & small enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006 is as under:



	As At March 31, 2024	As At March 31, 2023
- The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.	-	-
- The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
- The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
- The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
- The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(b) 'Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act and as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date except disclosed above.		
(c) The amount does not include any amount due to be transferred to Investor Protection and Education fund.		

**(All amounts in ₹ lakh, unless otherwise stated)**

<b>Note 16 : Other Financial Liabilities</b>	Non-Current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Security Deposits recieved(at amortised Cost)	11.20	10.18	-	-
Unclaimed dividends(Refer Note(a) below)	-	-	5.54	-
Deferred Income	0.24	1.30	1.07	1.07
	<b>11.44</b>	<b>11.48</b>	<b>6.61</b>	<b>1.07</b>

a) There are no amount due for payment to the Investor Education and Protection Fund under Section 125(1) of the Companies Act,2013 as at March 31, 2024(March 31, 2023: Nil)

**Note 17 : Other Current Liabilities**

	As At March 31, 2024	As At March 31, 2023
Statutory dues payable	1.46	1.60
	<b>1.45</b>	<b>1.60</b>

(All amounts in ₹ lakh, unless otherwise stated)

**Note 18: Other Income**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Interest on		
- Fixed Deposits	439.65	313.10
- Tax Free Bonds	14.06	14.05
- Taxable Bonds	5.01	3.75
- Income Tax Refund	-	0.05
- Others	1.85	-
Rental Income	60.16	60.64
Excess provision written back	205.08	0.04
Unwinding of amortised cost instrument	1.07	0.31
	<b>726.89</b>	<b>391.94</b>

**Note 19 : Employee Benefits Expense**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Salary, Wages & Bonus	48.16	34.08
Contribution to Provident & Other Funds	1.82	1.84
Gratuity (Refer Note No. 26)	3.70	2.26
Compensated Absences	1.32	0.86
Staff Welfare Expenses	0.34	0.33
	<b>55.34</b>	<b>39.37</b>

**Note 20: Finance Cost**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Interest expense on lease liabilities(Refer Note 30)	0.80	1.11
Interest on security deposits	1.02	0.28
Interest of delay in payment of statutory dues	0.09	-
	<b>1.91</b>	<b>1.39</b>

**Note 21 : Depreciation and Amortisation Expense**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Depreciation on Tangible Assets (Refer Note 3)	0.81	1.08
Depreciation on Right of Use Assets (Refer Note 30)	4.94	4.53
Depreciation on Investment Property (Refer Note 4A)	8.18	8.18
	<b>13.93</b>	<b>13.79</b>

(All amounts in ₹ lakh, unless otherwise stated)

**Note 22 : Other Expenses**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Electricity & Water Expenses	0.86	1.60
Repairs & Maintenance - Others	0.99	9.57
Insurance	0.10	0.10
Legal & Professional Charges	11.22	10.05
Rates and taxes	3.25	9.07
Payment to Auditors (Refer Note below)	5.50	5.93
Amount written off	95.86	-
Less: Allowances for doubtful receivables written back	(-95.86)	-
Travelling & conveyance expenses	4.93	1.60
Vehicle Running Expenses	2.86	3.02
Security Service	-	0.77
Miscellaneous Expenses	8.51	6.24
	<b>38.23</b>	<b>47.95</b>

**a) Details of payment made to auditors is as follows:**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
<b>As Auditor:</b>		
- For Audit	3.25	3.25
- For Other Services	2.25	2.68
	<b>5.50</b>	<b>5.93</b>

**Note 23 : Exceptional Item**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Profit/(Loss) on Sale of Property, Plant and Equipment (net of expenses of Rs. Nil lakhs (March 31, 2023: ₹ 42.93 lakh)	-	1,578.14
Profit on Sale of Investment	-	251.42
	-	<b>1,829.56</b>

**Note 24: Income tax**

The major components of income tax expense for the years ended March 31, 2024 and March 31, 2023 are:

**24.1 Income tax recognised in profit or loss**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
<b>Tax Expense:</b>		
a) Current tax	75.73	290.29
b) Deferred tax	74.72	130.59
(c) Income tax Adjustment for earlier year	13.71	5.44
<b>Income tax expense reported in the statement of profit or loss</b>	<b>164.16</b>	<b>426.32</b>

(All amounts in ₹ lakh, unless otherwise stated)

**24.2 Income tax recognised in other comprehensive income**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Income-tax on Re-measuremnt of Defined Benefit Plans	0.40	0.03
	<u>0.40</u>	<u>0.03</u>

**Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2024 and March 31, 2023**

	As At March 31, 2024	As At March 31, 2023
Accounting profit before tax from continuing operations	617.48	2,119.00
<b>Accounting profit before income tax</b>	617.48	2,119.00
At India's statutory income tax rate of 25.168% (March 31, 2023: 25.168%)	155.41	533.31
Adjustments in respect of current income tax of previous years	13.71	5.44
Exempt income	(8.08)	42.32
<b>Non-deductible/Taxable expenses for tax purposes:</b>		
Expenses not allowed for tax purpose	3.13	18.27
Deferred tax asset charged on Investment in shares	-	(35.53)
Deferred tax asset charged on Provision for capital advance		
Impact of lower tax rate on capital gain	-	(137.49)
At the effective income tax rate	164.16	426.32
Income tax expense reported in the statement of profit and loss	164.16	426.32
Variance	-	-

The tax rate used for the current year reconciliation above is the corporate tax rate of 25.168% (March 31, 2023: 25.168%) payable by corporate entities in India on taxable profits under the Indian tax law.

**Note 25 : Earnings per share (EPS)**

Earning per share (EPS) is determined based on the net profit attributable to the shareholder before other comprehensive Income. Basic earning per share is computed using the weighted average number of equity shares outstanding during the year whereas Diluted Earning per share is computed using the weighted average number of common and dilutive equivalent shares except for the case where the result becomes anti-dilutive.

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Profit attributable to the equity holders	453.32	1,692.68
Weighted average number of equity shares for basic and diluted EPS (in absolute numbers)	1,07,96,574	1,07,96,574
<b>Basic and diluted earnings per share (in ₹) (face value ₹ 5 per share)</b>	<u>4.20</u>	<u>15.68</u>

**Note 26 : Gratuity And Other Post-Employment Benefit Plans**
**a) Defined Contribution Plans**

The company makes contribution towards provident fund/ pension fund. Under the scheme, the company is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to the defined contribution scheme. The company during the year recognised the following amount in the Standalone Statement of profit and loss account under company's contribution to defined contribution plan.

(All amounts in ₹ lakh, unless otherwise stated)

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Provident Fund	1.67	1.55
Other funds	0.15	0.29
<b>Total</b>	<b>1.82</b>	<b>1.84</b>

**b) Defined benefit plans**

In accordance with Ind AS 19 “Employee benefits”, an actuarial valuation on the basis of “Projected Unit Credit Method” was carried out, through which the company is able to determine the present value of obligations. “Projected Unit Credit Method” recognizes each period of service as giving rise to additional unit of employees benefit entitlement and measures each unit separately to build up the final obligation.

**i) Gratuity scheme**

The company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days salary last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death, whichever is earlier. The benefit vests after five years of continuous service.

c) The following tables summarize the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the defined benefit plan (viz. gratuity).

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Change in benefit obligation</b>		
1 Opening defined benefit obligation	15.40	13.02
2 Acquisition Adjustment	-	-
3 Add: Interest cost	1.12	0.89
4 Add: Current service cost	2.58	1.36
5 Add: Past service cost	-	-
6 Less: Benefits paid	-	-
7 Add: Actuarial (gain) / loss	1.60	0.12
<b>Present value of obligation as at the end of the year</b>	<b>20.70</b>	<b>15.40</b>

d) The following tables summarise the components of net benefit expense recognised in the Statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Cost for the year included under employee benefit</b>		
Add: Current service cost	2.58	1.36
Add: Past service cost	-	-
Add: Interest cost	1.12	0.89
Less: Return on plan assets	-	-
Add: Actuarial (gain) / loss	1.60	0.12
<b>Net cost</b>	<b>5.30</b>	<b>2.38</b>

(All amounts in ₹ lakh, unless otherwise stated)

e) Detail of actuarial gain/loss recognised in OCI is as follows:

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
1 Actuarial gain / (loss) for the year – obligation	-1.60	-0.12
2 Actuarial gain / (loss) for the year - plan assets	-	-
3 <b>Total gain / (loss) for the year</b>	<b>-1.60</b>	<b>-0.12</b>
4 Actuarial gain / (loss) recognised in the year	-1.60	-0.12
5 Unrecognised actuarial gains / (losses) at the end of year	-	-

f) Principal actuarial assumptions at the balance sheet date are as follows:

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Economic assumptions</b>		
1 Discount rate	7.19%	7.29%
2 Rate of increase in compensation levels	8.00%	8.00%
<b>Demographic assumptions</b>		
1 Expected average remaining working lives of employees (years)	3.48	4.48
2 Retirement Age (years)	60	60
3 Mortality Rate	<b>Indian Assured Lives Mortality (2012-2014)</b>	
<b>Withdrawal Rate</b>		
1 Ages up to 30 Years	3.00%	3.00%
2 Ages from 31-44 Years	2.00%	2.00%
3 Above 44 years	1.00%	1.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

g) Net (assets) / liabilities recognized in the Balance Sheet and experience adjustments on actuarial gain / (loss) for benefit obligation and plan assets.

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
Present value of obligation	(20.70)	(15.40)
Less: Fair value of plan assets	-	-
Net (assets) / liability	<b>(20.70)</b>	<b>(15.40)</b>

(All amounts in ₹ lakh, unless otherwise stated)

**h) A quantitative sensitivity analysis for significant assumption as is as shown below:**

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>A. Discount rate</b>		
Effect on DBO due to 0.5% increase in Discount Rate	-0.26	-0.27
Effect on DBO due to 0.5% decrease in Discount Rate	0.28	0.28
<b>B. Salary escalation rate</b>		
Effect on DBO due to 0.5% increase in Salary Escalation Rate	0.27	0.27
Effect on DBO due to 0.5% decrease in Salary Escalation Rate	-0.26	-0.28

**i) Maturity profile of defined benefit obligation is as follows:**

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Years</b>		
0 to 1 years	4.58	4.03
1 to 2 years	7.84	0.20
2 to 3 years	3.35	6.82
3 to 4 years	0.08	0.63
4 to 5 years	0.49	0.06
5 to 6 years	1.23	0.33
6 year onwards	3.14	3.33

**j) Other long term employee benefits-Compensated Absences**

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to be utilised during the service. Encashment can be made on early retirement, on withdrawal of scheme, at resignation by employee and upon death of employee. The scale of benefits is determined based on the seniority and the respective employee's salary. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation for leave encashment is a unfunded plan. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

**Note 27 : Contingent Liabilities (to the extent not provided for) and Commitments**

**I) Commitments**

- a) Estimated amount of contracts remaining to be executed on capital account (net of advances) and which have not been provided for in the financial statements, amounts to ₹ 34.73 Lakh (March 31, 2023: ₹ 45.23 Lakh). The Company does not have any other long term commitments or material non-cancellable Contractual Commitments, which may have a material impact on the standalone financial statements.

**II) Contingent Liabilities**

The Company has reviewed all its pending claims, litigations and other proceedings and has adequately provided for wherever required. However, wherever it is difficult for the Company to estimate the timings of cash outflows, if any, in respect of the below as it is determinable only on receipt of judgement/decisions pending with various forums/authorities, the Company has disclosed the same as Contingent Liabilities (pending resolution of the respective proceedings).

The Company does not expect the outcome of these proceedings to have a material or adverse effect on financial position of the Company. Also, the Company does not expect any reimbursements in respect of the below contingent liabilities.

(All amounts in ₹ lakh, unless otherwise stated)

	As At March 31, 2024	As At March 31, 2023
(i) Claims against the Company, not accepted and not provided	77.42	77.42

**Note 28 : Related Party Disclosures**
**a) Name of the Related Parties and Description of Relationship:**

Name of Related Party	Nature of relationship
Wholly Owned Subsidiary Company	Aum Texfab Private Limited
Key Management Personnel	Mr. Chaman Lal Jain, Chairman and Managing Director
	Mrs. Urmila Jain - Director (resigned wef 8.8.2022)
	Mr. Subrata Panda Director (wef 11.8.2023)
	Mr. Achal Kapoor-Director (wef 11.8.2023)
	Mr. Atul Jain, Chief Financial Officer
	Mr. Hari Bansal - Director
	Mrs. Taranjeet Kaur, Company Secretary

**b) Transactions with related parties (Including bifurcation of material transaction)**

Name of Related Party	Relationship	Nature of Transaction	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Sh. Chaman Lal Jain	Managing Director	Salary	24.00	12.00
Mr. Atul Jain	Chief Financial Officer	Salary	7.62	6.88
		Reimbursement of Expenses Incurred on our behalf	0.43	0.23
Mrs. Taranjeet Kaur	Company Secretary	Salary	1.70	1.70
Aum Texfab Private Limited	Subsidiary	Reimbursement of Expenses Incurred on their behalf	-	0.67

**c) Year end balances of related parties**

Name of Related Party	Nature of Balance	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Sh. Chaman Lal Jain	Director remuneration payable	2.37	-
Mr. Atul Jain	Salary payable	0.58	0.58
Mrs. Taranjeet Kaur	Salary payable	0.14	0.14

**d) Terms and conditions of transactions with related parties**

All the transaction with the related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and carried no interest. No expenses has been recognized in the current year in respect of bad or doubtful debts/advances and further no specific provision for doubtful debts/advances has been made in respect of outstanding balances.



**Note 29 : Fair Values Disclosure**
**a) Financial Instruments by category**

Set out below, is a comparison by class of the carrying amounts and fair value of the company's financial instruments. Here the disclosure is made for non-current financial assets and non-current financial liabilities, carrying value of current financial assets and current financial liabilities including trade receivable, cash and cash equivalent, other bank balances, other financial assets, trade payables, current borrowing, other current financial liabilities etc. which represent the best estimate of fair value.

The Management assessed that fair value of these short term financial assets and liabilities significantly approximate their carrying amount largely due to short term maturities of these instruments and are measured at amortised cost.

**b) Fair value of Financial Assets:**

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the standalone financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input which has a significant effect on the fair value measurement is not based on observable market data.

**As at March 31, 2024:**

Particulars	Carrying amount			Fair value			Total
	Other financial assets - amortised cost	Other financial liabilities- amortised cost	Total carrying amount	Level 1	Level 2	Level 3	
<b>Financial assets Measured At Amortised Cost</b>							
Investment in Equity Share	75.24	-	75.24	-	-	-	-
Investment Others	288.20	-	288.20	-	-	-	-
Security Deposits	1.05	-	1.05	-	-	-	-
Others	326.21	-	326.21	-	-	-	-
Cash and Cash Equivalents	26.23	-	26.23	-	-	-	-
Bank deposits with more than 12 months maturity	662.00	-	662.00	-	-	-	-
Bank balance other than Cash and cash equivalent	5,576.04	-	5,576.04	-	-	-	-
	<b>6,954.97</b>	<b>-</b>	<b>6,954.97</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial Liabilities Measured At Amortised Cost</b>							
Trade payables	-	9.40	9.40	-	-	-	-
Lease Liability	-	6.13	6.13	-	-	-	-
Security Deposits	-	11.20	11.20	-	-	-	-
Others	-	5.54	5.54	-	-	-	-
Deferred Income	-	1.30	1.30	-	-	-	-
	<b>-</b>	<b>33.57</b>	<b>33.57</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

(All amounts in ₹ lakh, unless otherwise stated)

As at March 31, 2023:

Particulars	Carrying amount			Fair value			
	Other financial assets - amortised cost	Other financial liabilities- amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
<b>Financial assets Measured At Amortised Cost</b>							
Investment in Equity Share	75.24	-	75.24	-	-	-	-
Investment Others	288.20	-	288.20	-	-	-	-
Security Deposits	17.20	-	17.20	-	-	-	-
Others	222.88	-	222.88	-	-	-	-
Cash and Cash Equivalents	15.57	-	15.57	-	-	-	-
Bank deposits with more than 12 months maturity	45.00	-	45.00	-	-	-	-
Bank balance other than Cash and cash equivalen	6,090.22	-	6,090.22	-	-	-	-
	<b>6,754.31</b>	<b>-</b>	<b>6,754.31</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial Liabilities Measured At Amortised Cost</b>							
Trade payables	-	6.10	6.10	-	-	-	-
Lease Liability	-	10.98	10.98	-	-	-	-
Security Deposits	-	10.18	10.18	-	-	-	-
Deffered payment liability	-	2.4	2.37	-	-	-	-
	<b>-</b>	<b>29.63</b>	<b>29.63</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**c) Discount Rate Used in Determining Fair Value**

The interest rate used to discount estimated future cash flows, where applicable, are based on the incremental borrowing rate of borrower which in case of financial liabilities is average market cost of borrowings of the company and in case of financial asset is the average market rate of similar credit rated instrument. The company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available.

The company has an established control framework with respect to the measurement of fair values. The finance and accounts team that has overall responsibility for overseeing all significant fair value measurements and reports directly to the board of directors. The team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Significant valuation issues are reported to the company's board of directors.

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

- Fair value for security deposits (other than perpetual security deposits) has been presented based on the discounting factor as at the reporting date. Fair value for all other non-current assets and liabilities is equivalent to the amortised cost, interest rate on them is equivalent to the market rate of interest.
- For other financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

**Note 30 : Leases**

Lease contract entered by the Company pertains for building taken on lease to conduct its business in the ordinary course. The Company does not have any lease restrictions and commitment towards variable rent as per the contract.

(All amounts in ₹ lakh, unless otherwise stated)

<b>Right-of-use assets: movements in carrying value of assets</b>	<b>Buildings</b>
Gross Carrying value as at April 01, 2022	-
Add: Additions during the year	14.82
Less: Disposals / adjustments during the year	-
<b>Gross Carrying Value As at March 31, 2023</b>	<b>14.82</b>
Add: Additions during the year	-
Less: Disposals / adjustments during the year	-
<b>Gross Carrying value As at March 31, 2024</b>	<b>14.82</b>
<b>Accumulated Depreciation :</b>	
<b>As at April 01, 2022</b>	-
Add: Depreciation charge for the year	4.53
Less: Disposals/adjustments during the year	-
<b>As at March 31, 2023</b>	<b>4.53</b>
Add: Depreciation charge for the year	4.94
Less: Disposals/adjustments during the year	-
<b>As at March 31, 2024</b>	<b>9.47</b>
<b>Net Carrying value :</b>	
<b>As at March 31, 2024</b>	<b>5.35</b>
<b>As at March 31, 2023</b>	<b>10.29</b>

In 2023-24 and 2022-23, there were no impairment charges recorded for right-of-use assets.

<b>Leases: movements in carrying value of recognised liabilities</b>	<b>As At March 31,2024</b>	<b>As At March 31,2023</b>
<b>Balance at the beginning of year</b>	<b>10.98</b>	-
Addition in lease liabilities	-	14.82
Interest expense on lease liabilities	0.80	1.11
Repayment of lease liabilities	(5.65)	(4.95)
<b>Balance at the end of the year</b>	<b>6.13</b>	<b>10.98</b>
Non-current lease liabilities	5.63	6.13
Current lease liabilities	0.50	4.85
<b>Total lease liabilities</b>	<b>6.13</b>	<b>10.98</b>

The maturity analysis of lease liabilities is given in Note 33 in the 'Liquidity risk' section.

#### **Leases: Cash Flows**

Included in cash flows from operating activities is ` 0.80 lakh (March 31, 2023: ` 1.11 lakh) and Included in cash flows from financing activities ` 5.65 lakh (March 31, 2023: ` 4.95 lakh).

(All amounts in ₹ lakh, unless otherwise stated)

**Note 31 : Segment Information**

The company is engaged in the business of Export of Garments and operates within India. The company has determined single reporting segments based on the information reviewed by the Group's Chief Operating Decision Maker ('CODM') and hence there is no other reportable segment as per Ind AS 108 "Operating Segment".

Major Customer: No single customers contributed 10% or more to the company's revenue for both March 31, 2024 and March 31, 2023.

**Note 32: Capital Management**

The company's objective for managing capital is to

- Ensure ability to continue as a going concern, so that the company can continue to provide returns to shareholders and benefits for other stakeholders, and
- maintain optimal capital structure to reduce the cost of capital.

The company manages its capital structure and makes adjustments to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The company monitors capital structure using Gearing Ratio, which is calculated as under:

	As At March 31, 2024	As At March 31, 2023
Borrowings	-	-
Lease Liabilities	6.13	10.98
Less: Cash and Bank Balance	(5,602.28)	(6,105.80)
<b>Adjusted Net debt (A)</b>	<b>(5,596.15)</b>	<b>(6,094.82)</b>
Equity Share Capital	540.00	540.00
Other Equity	7,047.70	6,730.53
<b>Total Capital (B)</b>	<b>7,587.70</b>	<b>7,270.53</b>
<b>Net Debt and Capital (C= A+B)</b>	<b>1,991.55</b>	<b>1,175.72</b>
<b>Gearing ratio</b>	<b>-0.74</b>	<b>-0.84</b>

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023

For the purpose of capital management, capital includes issued equity capital and all other reserves attributable to the equity holders of the company.

**Note 33: Financial risk management objectives and policies**

The company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the company's operations and to provide guarantees to support its operations.

The company's principal financial assets includes loans, security deposits, trade receivables, cash and cash equivalents, deposits with bank, interest accrued in deposits, receivables from related and other parties and interest accrued thereon.

The company is exposed to credit risk, liquidity risk and market risk.

**A. 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 three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk borrowings, short term deposits and derivative financial instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

**i) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. However, the company doesn't have any interest rate risk.

**ii) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company's exposure to the risk of changes in foreign exchange rates relates primarily to the company's operating activities (when revenue or expense is denominated in a foreign currency)

The company is not exposed to foreign currency sensitivity because company does not have any outstanding foreign currency exposure as on March 31, 2024 and March 31, 2023.

**B. 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) and from its financing activities, including deposits with banks and other financial instruments.

**i) Trade receivables**

Customer credit risk is managed by each business unit subject to the company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

**ii) Financial instruments and cash deposits**

Credit risk from balances with banks and financial instruments is managed by the company's treasury department in accordance with the company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the company's finance committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

**C. Liquidity risk**

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

**The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments.**

As at March 31, 2024	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade Payables	-	9.40	-	-	-	9.40
Lease liability	-	1.34	4.29	0.50	-	6.13
Security Deposit	-	-	-	11.20	-	11.20
Others	-	-	5.54	-	-	5.54
Deferred Payment Liability (Refer Note 29)	-	0.27	0.80	0.24	-	1.30
<b>Total</b>	-	<b>11.01</b>	<b>10.64</b>	<b>11.93</b>	-	<b>33.57</b>

(All amounts in ₹ lakh, unless otherwise stated)

As at March 31, 2023	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade Payables	-	6.10	-	-	-	6.10
Lease liability	-	1.15	3.70	6.13	-	10.98
Security Deposit	-	-	-	10.18	-	10.18
Deferred Payment Liability (Refer Note 29)	-	0.27	0.80	1.30	-	2.37
<b>Total</b>	-	<b>7.52</b>	<b>4.50</b>	<b>17.61</b>	-	<b>29.63</b>

**Note 34: Ratio Analysis**

Description	Numerator	Denominator	March 31, 2024	March 31, 2023	% change	Reason for variance*
Current ratio	Current Assets	Current Liabilities	246.72	336.70	-26.72%	Due to increase in current liabilities
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	1.53%	6.59%	-5.06%	
Return on Capital Employed	Earnings before interest and taxes	Capital Employed *	8.16%	29.16%	-37.33%	Due to decrease in Profits
Return on investment	Earnings from investment	Average Investment	2.42%	2.45%	-4.87%	

\* Tangible Net Worth + Total Debt + Deferred Tax Liability

Note: Reasons have been explained for variance in which % of change is more than 25% as compared to comparative year.

**Note 35:**

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 or entity, including foreign entity ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

The Company has not received any fund from any party (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entity identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Note 36:**

Details of disclosure pursuant to Regulation 34 of the SEBI (Listing, Obligations & Disclosure Requirements) Regulations, 2015 and disclosure under section 186(4) of the Act.

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

Particulars	Aum Texfab Private Limited	
<b>Investments:</b>		
Investments at the beginning of the year	75.24	75.24
<b>Investments at the end of the year</b>	<b>75.24</b>	<b>75.24</b>

There are no guarantees and loans and advances which are given to the aforementioned subsidiary.

**Note 37: Other Statutory Information**

(a) The company did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 neither in the current financial year nor in the previous financial year.

- (b) The Company does not have any Benami property, where any proceeding under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder has been initiated or pending against the company.
- (c) The Company has not been declared wilful defaulter by any bank or financial Institution or other lender.
- (d) The Company has not traded or invested in Crypto currency or Virtual Currency.
- (e) The Company has no any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (f) As per Section 135 of the Companies Act,2013, the Company is not required to incur any expenditure on Corporate Social Responsibility.

**Note 38:** The figures are rounded off to the nearest rupees in lakh and decimal thereof.

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

**Sd/-**  
**(Chaman Lal Jain)**  
Managing Director  
DIN 00022903

**Sd/-**  
**(Subrata Panda)**  
Independent Director  
DIN 00428387

Place of Signature: New Delhi  
Date: 29.05.24

**Sd/-**  
**(Taranjeet Kaur)**  
Company Secretary  
ICSI M. No. 008991

**Sd/-**  
**(Atul Jain)**  
Chief Financial Officer

## Independent Auditor's Report

To The Members of Addi Industries Limited

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of Addi Industries Limited ("the Holding Company") and its Subsidiary (Holding Company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

#### Basis for Opinion

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

#### Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the Consolidated financial statements, which specify that the Holding Company is in process of exploring the modalities to start new business venture, however the Holding Company has not yet implemented the same. This situation indicate the existence of material uncertainty that may cast significant doubt about the Holding Company's ability to continue as a going concern. However, in view of future business opportunities, having significant cash & bank balances with positive net worth and no borrowings, the Management is of the view that going concern basis of accounting is appropriate for preparation of the accompanying consolidated financial statement. Our opinion is not modified in respect of this matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit 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 consolidated financial statements' section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.



S. No.	Key Audit Matters	How our audit addressed the key audit matter
1.	<p><b>Investments in others and investment property</b></p> <p>(Refer to the accompanying Notes 4A and 5 forming integral part of the consolidated financial statements)</p> <p>The Company carries its investments others amounting to ` 374.53 lakh and investment property amounting to ` 450 lakh (net of depreciation) at cost/amortised cost as at March 31, 2024. The amount being significant to the consolidated financial statements, the determination of impairment charge required the application of significant judgments by Management, in particular with respect to determination of recoverable/fair value amount of these investments and investment property which in aggregate is significant to the consolidated financial statements. Accordingly, the impairment of investments &amp; investment property was determined to be a key audit matter in our audit of the consolidated financial statements.</p>	<p>Our procedure in relation to the appropriateness of judgements and estimates in valuation and determination of impairment include:</p> <p><b>a) Substantive testing:</b></p> <ul style="list-style-type: none"> <li>o Obtaining and reviewing recoverable amounts as determined by the Management for each investments and investment property.</li> <li>o We discussed and evaluated Management assessment of impairment of investment and investment property.</li> <li>o We evaluated the objectivity and independence of specialists involved in the valuation process.</li> <li>o We assessed the valuation method used and evaluated the key assumptions used.</li> <li>o We considered the disclosures in the consolidated financial statements for compliance with disclosure requirements.</li> </ul> <p><b>b) Controls testing:</b> Wherever appropriate, our substantive work was supplemented by controls testing work which encompassed understanding, evaluating and testing key controls in respect of judgement, estimates, valuation, impairment &amp; presentation of investments and investment property.</p> <p>Our procedures as mentioned above did not identify any findings that are significant for the financial statements as whole in respect of judgement, estimates, valuation, impairment &amp; presentation of investments and investment property.</p>

#### Information other than Consolidated Financial Statements and Auditor's Reports thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

#### Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting

policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing their financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Companies included in the Group has adequate internal financial controls with reference to the consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors are responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

### **Other Matters**

We did not audit the financial statements of one subsidiary, whose financial statement reflects total assets (before eliminating inter-company balances ₹ Nil) of ₹ 225.91 lakh as at March 31, 2024, total revenue (before eliminating inter-company transaction ₹ Nil) of ₹ 15.75 lakh and net cash flow amounting (before eliminating inter-company balances ₹ Nil) to ₹ (1.11) lakh for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose report has been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

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

1. With respect to the matters specified in the paragraph 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"/"CARO"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and CARO report issued by the statutory auditors of the subsidiary which have been included in the consolidated financial statements of the Company & to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - I. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - II. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors except that, instead of daily backups, periodic backups of books of account and other relevant documents have been maintained in electronic format.
  - III. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - IV. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - V. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - VI. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2 (II) above on reporting under Section 143(3)(b) of the Act.
  - VII. With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Group incorporated in India and the operating effectiveness of such controls, refer to

our separate Report in “Annexure A”.

- VIII. 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
- a) The consolidated financial statements disclose impact of pending litigations on the consolidated financial position of the Group - Refer Note No. 27 to the consolidated financial statements.
  - b) The Group 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 Holding Company and its subsidiary company incorporated in India.
  - d)
    - i. The respective Managements of the Holding Company and its Subsidiary which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary have reported that, to the best of their knowledge and belief, as disclosed in the Note 36 to the accounts, 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 Holding Company or such subsidiary to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or such subsidiary (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - ii. The respective Managements of the Holding Company and its subsidiary which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary have reported that, to the best of their knowledge and belief, as disclosed in the Note 36 to accounts, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or such subsidiary from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
    - iii. Based on audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary which is a company incorporated in India, whose financial statements has been audited under the Act, nothing has come to our or other auditor notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) & (ii) above, contain any material misstatement.
  - e) The dividend declared or paid during the year by the holding company is in compliance with section 123 of the Companies Act, 2013. In respect of a subsidiary which is a company incorporated in India, whose financial statements have been audited under the Act, no dividend has been paid or declared by them.
  - f) Based on our examination which included test checks and that performed by the respective auditors of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, the holding Company and its subsidiary have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

3. With respect to the matter to be included in the Auditors' report under Section 197(16):

In our opinion and according to the information and explanation given to us and based on the consideration of reports of other statutory auditors of the subsidiaries incorporated in India, the managerial remuneration for the year ended March 31, 2024 has been paid by the Holding Company to their directors in accordance with the provisions of section 197 read with Schedule V to the Act. However, the subsidiary company which is incorporated in India has not paid or provided any managerial remuneration to any director during the year.

**For B.R. Gupta & Co.**

Chartered Accountants,

Firm Registration Number 008352N

**Sd/-**

**(Shikha Aggarwal)**

Partner

Membership Number 509191

**UDIN: 24509191BKIPVQ6519**

Place of Signature: New Delhi

Date: 29.05.2024

**Annexure 'A' to the Independent Auditors' Report of even date on the Consolidated Financial Statement of Addi Industries Limited****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of Addi Industries Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, which are companies incorporated in India, as of that date.

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

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls with reference to financial statements.

**Meaning of Internal Financial Controls with reference to financial statements**

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

**Inherent Limitations of Internal Financial Controls With reference to financial statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Holding Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control with reference to financial statements criteria established by the Holding 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.

**Other Matters**

Our aforesaid report under Section 143 (3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements of the Holding Company, in so far as it relates to one subsidiary company, which is a company incorporated in India, is based on the corresponding report of the auditor of such subsidiary company, incorporated in India.

**For B.R. Gupta & Co.**

Chartered Accountants,  
Firm's Registration Number 008352N

**Sd/-**

**(Shikha Aggarwal)**

Partner

Membership Number 509191

**UDIN: 24509191BKIPVQ6519**

Place of Signature: New Delhi

Date: 29.05.2024

**Consolidated Balance Sheet as at March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

Particulars	Notes	As At March 31, 2024	As At March 31, 2023
<b>ASSETS</b>			
<b>I. Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	3.26	4.07
(b) Capital Work in Progress	4	-	-
(c) Right of Use Assets	3	5.35	10.29
(d) Investment Property	4A	450.00	458.18
(e) Financial Assets			
(i) Investments	5	374.53	374.53
(ii) Other Financial Assets	6	664.10	62.52
(f) Deferred Tax Assets (Net)	7	8.04	82.36
(g) Non-Current Tax Assets (Net)	9	13.87	14.21
(h) Other Non-Current Assets	8	215.58	-
<b>Total Non-Current Assets</b>		<b>1,734.73</b>	<b>1,006.16</b>
<b>Current Assets</b>			
(a) Financial Assets			
(ii) Cash and Cash Equivalents	10	26.90	17.35
(iii) Bank Balances other than Cash and Cash Equivalents	11	5,714.87	6,214.66
(iv) Others Financial Assets	6	325.16	222.57
(b) Other Current Assets	8	1.61	1.59
<b>Total Current Assets</b>		<b>6,068.54</b>	<b>6,456.17</b>
<b>Total Assets</b>		<b>7,803.27</b>	<b>7,462.33</b>
<b>II. Equity And Liabilities</b>			
<b>Equity</b>			
(a) Equity Share Capital	12	540.00	540.00
(b) Other Equity	13	7,198.20	6,867.73
<b>Total Equity</b>		<b>7,738.20</b>	<b>7,407.73</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities		5.63	6.13
(ii) Other Financial Liabilities	16	11.44	11.48
(a) Provisions	14	23.80	18.05
<b>Total Non-Current Liabilities</b>		<b>40.87</b>	<b>35.66</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities		0.50	4.85
(ii) Trade Payables	15		
a) Total Outstanding Dues to Micro and Small Enterprises		0.91	-
b) Total Outstanding Dues to Parties Other than Micro and Small Enterprises		8.66	6.24
(iii) Other Financial Liabilities	16	6.61	1.07
(b) Other Current Liabilities	17	1.45	1.59
(c) Provisions	14	6.07	5.19
<b>Total Current Liabilities</b>		<b>24.20</b>	<b>18.94</b>
<b>Total Equity And Liabilities</b>		<b>7,803.27</b>	<b>7,462.33</b>
Summary of material Accounting Policies	2A		

The accompanying notes are an integral part of the financials statements

As per our Report of even date attached

**For B.R. Gupta & Co.**

Chartered Accountants

Firm's Registration Number 008352N

**Sd/-**
**(Shikha Aggarwal)**

Partner

Membership Number 509191

**For and on behalf of the Board of Directors of  
Addi Industries Limited**
**Sd/-**
**(Chaman Lal Jain)**

Managing Director

DIN 00022903

**Sd/-**
**(Subrata Panda)**

Independent Director

DIN 00428387

**Sd/-**
**(Taranjeet Kaur)**

Company Secretary

ICSI M. No. 008991

**Sd/-**
**(Atul Jain)**

Chief Financial Officer

Place of Signature: New Delhi

Date: 29.05.24



**Consolidated Statement of Profit and Loss for the Year Ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
I. Revenue From Operations		-	-
II. Other Income	18	742.64	405.12
<b>III. Total Income (I + II)</b>		<b>742.64</b>	<b>405.12</b>
<b>IV. Expenses</b>			
(a) Employee Benefits Expense	19	55.34	39.37
(b) Finance Cost	20	1.91	1.39
(b) Depreciation and Amortisation Expense	21	13.93	13.79
(c) Other Expenses	22	38.49	48.24
<b>Total Expenses</b>		<b>109.67</b>	<b>102.79</b>
<b>V. Profit/ (Loss) Before Exceptional Items and Tax (III-IV)</b>		<b>632.97</b>	<b>302.33</b>
<b>VI. Exceptional Items</b>	23	-	1,829.56
<b>VII. Profit/ (Loss) Before Tax (V-VI)</b>		<b>632.97</b>	<b>2,131.89</b>
<b>VIII. Tax Expense:</b>	24		
(a) Current tax		77.92	291.81
(b) Adjustment of tax relating to earlier Years		13.71	5.44
(c) Deferred tax charge/(release)		74.72	130.59
<b>Total Tax Expense</b>		<b>166.35</b>	<b>427.84</b>
<b>IX. Profit/(Loss) For The Year (VII-VIII)</b>		<b>466.62</b>	<b>1,704.05</b>
<b>X. Other Comprehensive Income</b>			
<b>(A)</b> (i) Items that will not be reclassified to profit or loss			
(a) Remeasurement gain/(loss) of defined benefit plans		(1.60)	(0.12)
(ii) Income tax on items that will not be reclassified to profit or loss		0.40	0.03
<b>(B)</b> (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax on items that will be reclassified to profit or loss		-	-
<b>Other comprehensive income for the year, net of tax</b>		<b>(1.20)</b>	<b>(0.09)</b>
<b>XI Total comprehensive income for the year, net of tax (IX+X)</b>		<b>465.42</b>	<b>1,703.96</b>
<b>XII Earnings Per Share: (Face Value ₹ 5 Per Share)</b>	25		
1) Basic (amount in ₹)		<b>4.32</b>	<b>15.78</b>
2) Diluted (amount in ₹)		<b>4.32</b>	<b>15.78</b>

Summary of material Accounting Policies 2A

The accompanying notes are an integral part of the financials statements

As per our Report of even date attached

**For B.R. Gupta & Co.**

Chartered Accountants

Firm's Registration Number 008352N

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

**Sd/-**  
**(Shikha Aggarwal)**  
Partner  
Membership Number 509191

**Sd/-**  
**(Chaman Lal Jain)**  
Managing Director  
DIN 00022903

**Sd/-**  
**(Subrata Panda)**  
Independent Director  
DIN 00428387

Place of Signature: New Delhi  
Date: 29.05.24

**Sd/-**  
**(Taranjeet Kaur)**  
Company Secretary  
ICSI M. No. 008991

**Sd/-**  
**(Atul Jain)**  
Chief Financial Officer

**Consolidated Statement of Cash Flows for the year ended March 31, 2024**

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>A. Cash Flow From Operating Activities</b>		
Net Profit Before Tax	632.97	2,131.89
Adjustments for :		
Depreciation (Net)	13.93	13.79
Loss/(Profit) on sale of Investment Property	-	(251.42)
Loss/(Profit) on sale of property, plant and equipment	-	(1,578.14)
Provision for Capital advance	-	-
Excess liability written back	(205.08)	(0.04)
Finance Cost	1.91	1.39
Unwinding of discount on deposits	(1.07)	(0.31)
Interest Income	(476.33)	(344.13)
Rental Income	(60.16)	(60.64)
<b>Operation Profit Before Working Capital Changes</b>	<b>(93.83)</b>	<b>(87.63)</b>
<b>Movement In Working Capital:</b>		
Increase/(Decrease) in Trade Payables & Other Current Liabilities	208.27	(153.30)
Increase/(Decrease) in Financial Liabilities	6.57	12.58
Increase/(Decrease) in Provisions	5.43	3.12
(Increase)/Decrease in Other Current Assets	(0.02)	0.81
(Increase)/Decrease in Other Financial Assets	(704.16)	60.33
(Increase)/Decrease in Other Non-Current Assets	(205.08)	-
<b>Net Cash Generated From Operations</b>	<b>(782.82)</b>	<b>(164.09)</b>
Direct Taxes Paid/(Net of Refund Received)	(91.69)	(274.40)
<b>Net Cash Inflow From/(Used In) Operating Activities (A)</b>	<b>(874.52)</b>	<b>(438.49)</b>
<b>B. Cash Flow From Investing Activities</b>		
Purchase of Property, Plant and Equipment	-	150.16
Sale of Property, Plant and Equipment	-	1,595.10
Capital advance	(10.50)	
Purchase of Fixed Deposits (Net)	499.79	(1,758.21)
Purchase of Investment	-	(50.00)
Sale of Investment	-	252.39
Capital work in progress	-	8.18
Rent received	60.16	
Interest Received	476.33	242.13
<b>Net Cash From/ (Used In) Investing Activities (B)</b>	<b>1,025.78</b>	<b>439.75</b>
<b>C. Cash Flow From Financing Activities</b>		
Payment of lease liability	(4.85)	(4.95)
Interest on lease liability	(0.80)	-
Interest on security deposit	(1.02)	-
Interest of delay in payment of statutory dues	(0.09)	-
Dividend paid during the year	(134.96)	-
<b>Net cash inflow from/(used in) Financing Activities (C)</b>	<b>(141.72)</b>	<b>(4.85)</b>

**Consolidated Statement of Cash Flows for the year ended March 31, 2024**

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Net Increase (Decrease) In Cash And Cash Equivalents(A+B+C)</b>	<b>9.55</b>	<b>(3.69)</b>
Opening Balance of Cash and Cash Equivalents	17.35	21.04
<b>Total Cash And Cash Equivalent (Note No. 11)</b>	<b>26.90</b>	<b>17.35</b>
<b>Components Of Cash And Cash Equivalents</b>		
Cash on hand	0.46	0.75
With banks - on current account and deposits with banks	26.44	16.60
<b>Total Cash and Cash equivalent (Note No. 11)</b>	<b>26.90</b>	<b>17.35</b>

**Note:** The cash flow statement has been prepared under indirect method as set out in Indian Accounting Standard (IND AS-7)

Summary of material Accounting Policies 2A

The accompanying notes are an integral part of the financials statements

As per our Report of even date attached

**For B.R. Gupta & Co.**

Chartered Accountants

Firm's Registration Number 008352N

**Sd/-**  
**(Shikha Aggarwal)**  
Partner  
Membership Number 509191

Place of Signature: New Delhi  
Date: 29.05.24

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

**Sd/-**  
**(Chaman Lal Jain)**  
Managing Director  
DIN 00022903

**Sd/-**  
**(Taranjeet Kaur)**  
Company Secretary  
ICSI M. No. 008991

**Sd/-**  
**(Subrata Panda)**  
Independent Director  
DIN 00428387

**Sd/-**  
**(Atul Jain)**  
Chief Financial Officer

**Consolidated Statement of changes in equity for the year ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

<b>A. Equity Share Capital</b>	<b>Amount</b>
Opening Balance as at April 01, 2022	540.00
Changes in equity share capital during the current year	-
Closing Balance as at March 31, 2023	<b>540.00</b>
Changes in equity share capital during the current year	-
Closing Balance as at March 31, 2024	<b>540.00</b>

**B. Other Equity**

<b>As at March 31, 2023:</b>	<b>Reserves and Surplus</b>			
	<b>Capital Reserve</b>	<b>Securities Premium</b>	<b>Retained Earnings</b>	<b>Total Equity</b>
<b>Balance as at April 01, 2022</b>	<b>61.75</b>	<b>1,318.51</b>	<b>3,783.52</b>	<b>5,163.78</b>
Net Income / Loss for the year	-	-	1,704.04	1,704.04
Add: Other comprehensive income *	-	-	(0.09)	(0.09)
<b>Balance as at March 31, 2023</b>	<b>61.75</b>	<b>1,318.51</b>	<b>5,487.47</b>	<b>6,867.73</b>
<b>As at March 31, 2024:</b>				
<b>Balance as at April 01, 2023</b>	<b>61.75</b>	<b>1,318.51</b>	<b>5,487.47</b>	<b>6,867.73</b>
Net Income / Loss for the year	-	-	466.63	466.63
Add: Other comprehensive income *	-	-	(1.20)	(1.20)
Less- Dividend Paid (F.Y 2022-23)	-	-	(134.96)	(134.96)
<b>Balance as at March 31, 2024</b>	<b>61.75</b>	<b>1,318.51</b>	<b>5,817.94</b>	<b>7,198.20</b>

\* Represents Re-measurement of defined benefit plans (net)

Summary of material Accounting Policies 2A

The accompanying notes form an integral part of the financials statements

As per our Report of even date attached

**For B.R. Gupta & Co.**  
Chartered Accountants  
Firm's Registration Number 008352N

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

**Sd/-**  
**(Shikha Aggarwal)**  
Partner  
Membership Number 509191

**Sd/-**  
**(Chaman Lal Jain)**  
Managing Director  
DIN 00022903

**Sd/-**  
**(Subrata Panda)**  
Independent Director  
DIN 00428387

Place of Signature: New Delhi  
Date: 29.05.24

**Sd/-**  
**(Taranjeet Kaur)**  
Company Secretary  
ICSI M. No. 008991

**Sd/-**  
**(Atul Jain)**  
Chief Financial Officer

**Notes to Consolidated Financial Statements for the year ended March 31, 2024****Note 1 : Corporate Information**

The Consolidated Financial Statements relate to Addi Industries Limited (the holding company) and Aum Textfab Private Limited (its subsidiary Company).

The holding company and its subsidiary constitute the group. The holding company is a public limited company incorporated in the year 1980 under the provisions of the Companies Act, 1956. The Registered office of the holding company is located at A-104, 3rd Floor, DDA Shed Okhla Industrial; Area, Phase-II, New Delhi-110020. Its shares are listed on Bombay Stock Exchange in India.

The Consolidated Financial Statements for the year ended March 31, 2024 were approved by the Board of Directors on May 29, 2024

**Note 2 : Statement of Compliance**

The Consolidated Financial Statements are prepared on an accrual basis under historical cost Convention except for certain financial instruments which are measured at fair value. These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Companies Act, 2013, as applicable.

The accounting policies are applied consistently to all the Years presented in the consolidated financial statements.

**Basis of preparation and presentation:**

The consolidated financial statements have been prepared on the historical cost convention on accrual basis except for certain class of financial assets/liabilities and net liability for defined benefit plans that are measured at fair value, as explained in the relevant accounting policies mentioned. The consolidated financial statements are presented in ₹ and all values are rounded to the nearest lakh except otherwise stated.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year. The financial statements of the holding company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits/ losses, unless cost/revenue cannot be recovered.

Subsidiaries are entities where the group exercise or controls more than one-half of its total share capital. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the group obtains control

**Basis of consolidation:**

The holding company consolidate the entities which are controlled by it.

The holding company establishes control when; it has power over the entity, is exposed, or has rights, to variable return from its involvement with the entity and has the ability to effect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the company are consolidated from the date of control commences until the date of control ceases.

Consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year. The consolidated financial statements of the holding company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating all inter- company transactions, balances, income and expenses.

The consolidated financial statements are presented in ` and all values are rounded to the nearest lakh upto two decimal places except otherwise stated.

**Going Concern**

The Board of Directors is in process of exploring the modalities to start new business venture, however the Company has not yet implemented the same. This situation indicates the existence of material uncertainty that

may cast significant doubt about the Company's ability to continue as a going concern. However, in view of future business opportunities, having significant cash & bank balances with positive net worth and no borrowings, these accounts have been prepared on going concern basis.

### **Recent Accounting Pronouncement**

Ministry of Corporate Affairs ("MCA") notifies amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new Accounting Standards or Amendment to the existing standards as applicable to the company.

### **Note 2A: Material Accounting Policies**

#### **a) Accounting judgements, estimates and assumptions**

The preparation of the group's financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the Year in which the estimates are revised and future Years affected.

#### **b) Use of Estimates and Judgements**

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

##### **i) Income taxes**

The group is subject to income tax laws as applicable in India. Significant judgment is required in determining provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the Year in which such determination is made. Where tax positions are uncertain, accruals are recorded within income tax liabilities for management's best estimate of the ultimate liability that is expected to arise based on the specific circumstances and the group's historical experience. Factors that may have an impact on current and deferred taxes include changes in tax laws, regulations or rates, changing interpretations of existing tax laws or regulations, future levels of research and development spending and changes in pre-tax earnings.

##### **ii) Contingencies**

Contingent Liabilities may arise from the ordinary course of business in relation to claims against the group, including legal and other claims. By virtue of their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgements and the use of estimates regarding the outcome of future events.

##### **iii) Recoverability of deferred taxes**

In assessing the recoverability of deferred tax assets, management considers whether it is probable that taxable profit will be available against which the losses can be utilised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the Years in which the temporary differences become deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment.

##### **iv) Defined benefit plans**

The present value of the gratuity and compensated absences are determined using actuarial valuations.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the actuary considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

**v) Useful lives of property, plant and equipment**

The group reviews the useful life of property, plant and equipment at the end of each reporting Year. This reassessment may result in change in depreciation expense in future Years.

**vi) Leases**

Where the group is the lessee, key judgements include assessing whether arrangements contain a lease and determining the lease term. To assess whether a contract contains a lease requires judgement about whether it depends on a specified asset, whether the group obtains substantially all the economic benefits from the use of that asset and whether the The group has a right to direct the use of the asset. In order to determine the lease term judgement is required as extension and termination options have to be assessed along with all facts and circumstances that may create an economic incentive to exercise an extension option, or not exercise a termination option. The group revises the lease term if there is a change in the non-cancellable Year of a lease. Estimates include calculating the discount rate which is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Where the The group is the lessor, the treatment of leasing transactions is mainly determined by whether the lease is considered to be an operating or finance lease. In making this assessment, management looks at the substance of the lease, as well as the legal form, and makes a judgement about whether substantially all of the risks and rewards of ownership are transferred. Arrangements which do not take the legal form of a lease but that nevertheless convey the right to use an asset are also covered by such assessments.

**C) Property, Plant and Equipment**

The Group had applied for the one time transition exemption of considering the carrying cost of the transition date i.e., April 01, 2016 as the deemed cost under Ind AS .

Property, plant and equipment and capital work in progress are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct services, any other costs directly attributable to bringing the assets to its working condition for their intended use and cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Glow sign boards, which have no salvage value are charged to consolidated statement of profit and loss.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit and loss within other income / expense (as applicable).

Subsequent costs: The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in consolidated statement of profit and loss as and when incurred.

**Decommissioning Costs** : The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

**Capital work in progress**: Capital work in progress comprises the cost of property, plant and equipment that are not ready for their intended use at the reporting date.

**Depreciation** : Depreciation on PPE are provided to the extent of depreciable amount on straight line basis (SLM). Depreciation is provided at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013. Leasehold Land and Leasehold Improvements are amortised over the Year of lease or useful life of assets whichever is lower. The residual values, useful lives are reviewed at each financial year end and adjusted appropriately.

Asset costing less than ₹ 5000/- has been depreciated fully in the year of purchase only.

### **Intangible Assets**

#### **Recognition and measurement**

Software, if any, which are not an integral part of related hardware, is treated as intangible asset and amortized over a Year of three years or its licensed Year, whichever is less. Leasehold Improvements are amortized over Year of lease.

**Transition to Ind AS**: On transition to Ind AS, the Group has elected to continue with the carrying value of all its intangible assets recognized as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

### **D) Borrowing Costs**

Borrowing costs consists of interest and amortization of ancillary costs that an entity incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial Year of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the Year in which they occur. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the interest cost.

### **E) Foreign Currency Transactions**

#### **Functional and presentational currency**

The Group's financial statements are presented in Indian Rupees (₹ in lakhs) which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which a Company operates and is normally the currency in which the Company primarily generates and expends cash.

#### **Transactions and balances**

Transactions in foreign currencies are initially recorded by the Group at the functional currency using exchange rates at the date the transaction. Foreign exchange gains and losses from settlement of these transactions are recognised in the consolidated consolidated statement of profit and loss. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency using spot rates of exchange at the reporting date, the gain or loss arising from such translations are recognised in the consolidated statement of profit and loss. Differences arising on settlement of Non-monetary items that are measured in terms of historical cost in a foreign currencies are not retranslated.

### **f) Revenue recognition & Purchase Recognition**

Revenue is to be recognized upon transfer of control of promised products or services to our customers for an amount that reflects the consideration the Group expects to receive in exchange for those products or services and when there are no longer any unfulfilled obligations. To recognize revenues, the Group apply the following five step approach:

- (1) Identify the contract with a customer
- (2) Identify the performance obligations in the contract
- (3) Determine the transaction price,
- (4) Allocate the transaction price to the performance obligations in the contract
- (5) Recognize revenues when a performance obligation is satisfied.



At contract inception, the Group assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Group applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Group allocates the arrangement consideration to separately identifiable performance obligation based on their relative stand-alone selling price or residual method. Stand-alone selling prices are determined based on sale prices for the components when it is regularly sold separately, in cases where the Group is unable to determine the stand-alone selling price the Group uses third-party prices for similar deliverables or the company uses expected cost plus margin approach in estimating the stand-alone selling price.

For performance obligations where control is transferred over time, revenues are recognized by measuring progress towards completion of the performance obligation. The selection of the method to measure progress towards completion requires judgment and is based on the nature of the promised products or services to be provided.

The method for recognizing revenues and costs depends on the nature of the goods sold & services rendered:

Interest income is recognized on a time proportion basis using the effective interest rate (EIR) method.

Purchases are recognized upon receipt of such goods by the Group. Purchases of imported goods, if any are to be recognised after completion of custom clearance formalities and upon receipt of such goods by the company at the warehouse. All other Purchases are accounted for on accrual basis.

#### g) Inventories

Items of inventories are to be measured at lower of cost and net realizable value after providing for obsolescence, wherever considered necessary. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. The cost of various components of inventory is determined as follows:-

<b>Raw Materials, Stores, Spares and Packing Material</b>	Cost includes purchase price, non refundable duties, taxes and all other costs incurred in bringing the inventories to their present location. Cost is determined on First In First Out (FIFO) basis.
<b>Stocks-in-process and Finished Goods</b>	Cost includes material cost and also includes an appropriate portion of allocable overheads. Cost is determined on First In First Out basis.
<b>Traded Goods</b>	Cost includes purchase cost, duties, taxes and all other costs incurred in bringing the inventory to their present location. Cost is determined on First In First Out (FIFO) basis.

#### h) Employee's Benefits

Short Term Employee Benefits: All employees' benefits falling due wholly within twelve months of rendering the services are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences etc. and the expected cost of bonus are recognized in the Year in which the employee renders the related services at undiscounted amount.

##### Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts. Provident Fund and Employee State Insurance Schemes are defined contribution scheme and contributions paid / payable are recognised as an expense in the consolidated statement of profit and loss during the year in which the employee renders the related service. For Defined Contribution Retirements Benefit Schemes, payments are charged as an expense as they fall due.

##### Defined Benefit Plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. The Group accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation report using the projected unit credit method as at the year end.

The obligations are measured at the present value of the estimated future cash flows. The discount rate is generally based upon the market yields available on Government bonds at the reporting date with a term that matches that of the liabilities.

Re-measurements, comprising actuarial gains and losses including, the effect of the changes to the asset ceiling (if applicable), is reflected immediately in Other Comprehensive Income in the consolidated statement of profit and loss. All other expenses related to defined benefit plans are recognised in consolidated consolidated statement of profit and loss as employee benefit expenses. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

#### **Other Long Term Employee Benefits**

Long term compensated absences are provided for on the basis of actuarial valuation, using the projected unit credit method, at the end of each financial year. Actuarial gains / loss are recognised in consolidated statement of Profit & Loss.

#### **i) Leases**

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

##### **Group as a lessee**

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the consolidated statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in consolidated statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

**Group as Lessor**

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term.

**k) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**Contingent liability is disclosed in the case of ;**

- i) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle obligation;
- ii) a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are neither recognised nor disclosed. However, when realisation of income is virtually certain, related asset is recognised.

Provision, contingent liabilities and contingent assets are reviewed at each balance sheet date and adjusted where necessary to reflect the current best estimate of obligation or asset.

**i) Financial instruments**

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity. Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

**(i) Initial recognition and measurement**

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset is initially recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the consolidated statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

**(ii) Classification and subsequent measurement****a) Financial assets**

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

- Financial Asset carried at amortised cost
- Financial Asset at fair value through other comprehensive income (FVTOCI)
- Financial Asset at fair value through profit and loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the Year the Group changes its business model for managing financial assets.

**• Financial Asset carried at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**• Financial Asset at fair value through other comprehensive income (FVTOCI)**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual

cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Financial Asset at fair value through profit and loss (FVTPL)**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity investment in Subsidiary**

Investments in subsidiary are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary, the difference between net disposal proceeds and the carrying amounts are recognized in the consolidated statement of profit and loss.

The Group had elected for one time Ind AS 101 exemption and adopted carrying cost of its investment in equity shares of its wholly owned subsidiary as its deemed cost as at the date of transition.

#### **De-recognition**

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

- (i) The contractual rights to receive cash flows from the asset has expired, or
- (ii) The Company has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

#### **(b) Financial Liabilities**

A Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest rate method.

For purposes of subsequent measurement, financial liabilities are classified in two categories:

-Financial liabilities at amortised cost

-Financial liabilities at fair value through profit and loss (FVTPL)

#### **Financial liabilities at Amortized cost**

##### **Loans and borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in the consolidated statement of profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit and loss. This category generally applies to borrowings.

#### **De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference (if any) in the respective carrying amounts is

recognised in the consolidated statement of profit and loss.

**(c) Offsetting of Financial Instruments**

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

**j) Impairment of Financial Assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Group uses judgments in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting Year.

**k) Impairment of Non-Financial Assets**

The carrying amounts of the Group's non-financial assets, are reviewed at the end of each reporting Year to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ('CGU') is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

An impairment loss is recognized, if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount and is recognised in consolidated statement of profit and loss.

Impairment losses recognised in prior Years are assessed at end of each reporting Year for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**l) Fair Value Measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting Year. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

**m) Taxes on Income :** Tax expense comprises current and deferred tax.**Current Income Tax**

Current tax is the expected tax payable/receivable on the taxable income/loss for the year using applicable tax rates for the relevant Year. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income (OCI) or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management Yearically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets are offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**Deferred Tax**

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

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

**n) Investment Property**

Investment property are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment Properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16 requirements for cost model.

As investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the assets) is included in profit or loss in the Year in which the property is derecognised.

Depreciation on property are provided to the extent of depreciable amount on straight line basis (SLM). Depreciation is provided at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013.

**o) Assets Held for Sale:**

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

**Notes to consolidated financial statements for the year ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

**Note 3 : Property, Plant and Equipment**

Particulars	Leasehold Land	Buildings (Factory)	Building (Office)	Plant & Equipment	Furniture & fixtures	Vehicles	Computer System equipment	Office equipment	Total
<b>Gross Carrying Amount :</b>									
<b>As At April 01, 2022</b>	6.87	34.75	-	-	0.03	5.60	-	1.86	49.11
Add: Additions made during the year	-	154.01	-	-	-	-	0.24	-	154.25
Less: Disposals/adjustments during the year	6.87	188.76	-	-	-	-	-	1.78	197.41
<b>As At March 31, 2023</b>	-	-	-	-	0.03	5.60	0.24	0.08	5.95
Add: Additions made during the year	-	-	-	-	-	-	-	-	-
Less: Disposals/adjustments during the year	-	-	-	-	0.03	5.60	0.24	0.08	5.95
<b>As At March 31, 2024</b>	-	-	-	-	0.03	5.60	0.24	0.08	5.95
<b>Accumulated Depreciation :</b>									
<b>As At April 01, 2022</b>	1.35	15.36	-	-	-	1.09	-	1.26	19.06
Add: Depreciation charge for the year	0.02	0.30	-	-	-	0.70	0.04	0.02	1.08
Less: Disposals/adjustments during the year	1.37	15.66	-	-	-	-	-	1.23	18.26
<b>As At March 31, 2023</b>	-	-	-	-	-	1.79	0.04	0.05	1.88
Add: Depreciation charge for the year	-	-	-	-	-	0.70	0.09	0.02	0.81
Less: Disposals/adjustments during the year	-	-	-	-	-	2.50	0.13	0.07	2.69
<b>As At March 31, 2024</b>	-	-	-	-	-	2.50	0.13	0.07	2.69
<b>Net Carrying Amount :</b>									
<b>Net block as at March 31, 2024</b>	-	-	-	-	0.03	3.10	0.11	0.01	3.26
<b>Net block as at 31 March 31, 2023</b>	-	-	-	-	0.03	3.81	0.20	0.03	4.07

Note: During the FY 22-23, the company had sold its leasehold land and building and profit on sale of PPE Rs.1,578.14(Net of expenses of Rs.of Rs.42.93) has been booked under Note 23 as Exceptional item.

**Notes to consolidated financial statements for the year ended March 31, 2024**

(All amounts in ₹ lakh, unless otherwise stated)

**Note 4 : Capital work-in-progress**

Particulars	Total
<b>As at March 31, 2022</b>	<b>150.16</b>
Additions	3.84
Written off during the year	-
Capitalised during the year	154.01
<b>Balance as at March 31, 2023</b>	<b>-</b>
Additions	-
Written off during the year	-
Capitalised during the year	-
<b>Balance as at March 31, 2024</b>	<b>-</b>

\* Refer foot note of Note 3

**Note 4A : Investment Property (Cost)**

Particulars	Building*
<b>Gross Amount :</b>	
Balance as at April 1, 2022	490.90
Addition during the year	-
Balance as at March 31, 2023	490.90
Addition during the year	-
Balance as at March 31, 2024	490.90
<b>Accumulated Depreciation</b>	
Balance as at April 1, 2022	24.54
Depreciation charge for the year	8.18
Balance as at March.31, 2023	32.72
Depreciation charge for the year	8.18
Balance as at March 31, 2024	40.90
<b>Net carrying amount</b>	
Balance as at March 31, 2024	450.00
Balance as at March 31, 2023	458.18

\* Title deed is pending to be transferred in the name of the Holding Company.

**Investment Property disclosures under Ind AS 40**

(a) Amount recognized in Statement of Profit and Loss on account of Investment property

Particulars	2023-24	2022-23
Rental Income	60.16	60.64
Direct operating expenses from property that generated rental income	-	13.99
Income from investment properties before depreciation	60.16	46.65
Depreciation	8.18	8.18
Income from investment properties after depreciation	51.98	38.47

**(b) Fair value**

The fair value of the Holding Company's investment properties as at March 31, 2024 and March 31, 2023 are required to be arrived at on the basis of circle rate of the property.



Information about the fair value of the Company's investment properties and fair value hierarchy are as follows:

Particulars	2023-24	2022-23
Fair value of Building	491.55	491.55
Fair valuation Hierarchy	Level 3	Level 3

**(c) Company as a Lessor**

The Company has given its building space on cancellable operating lease through operating lease arrangements. Income from operating leases is recognised as revenue on a straight-line basis over the lease term.

Lease income of ₹ 60.16 Lakh (March 31, 2023: ₹ 60.64 Lakh) has been recognised and included under revenue from operations.

**(All amounts in ₹ lakh, unless otherwise stated)**

**Note 5 : Non Current Investments**

**Investment At Amortised Cost**

**Quoted Investment**

**Investment in Tax free Bonds**

	As At March 31, 2024	As At March 31, 2023
Investment in Infrastructure 7.51% Bonds of HUDCO 15,000 (March 31, 2023: 15,000) Bonds of ₹ 1,000 each	150.00	150.00
Investment in infrastructure 7.28% bonds of NTPC 625 (March 31, 2023: 625) Bonds of ₹ 1,000 each	6.25	6.25
Investment in infrastructure 7.35% Bonds of NHAI 1,428 (March 31, 2023: 1,428) Bonds of ₹ 1,000 each	14.28	14.28
Investment in infrastructure 7.28% Bonds of IRFC 1,510 (March 31, 2023: 1,510) Bonds of ₹ 1,000 each	15.10	15.10
Investment in infrastructure 7.28% Bonds of PFC 257 (March 31, 2023: 257) Bonds of ₹ 1,000 each	2.57	2.57
Investment in Bonds	86.33	86.33

**Investment in Taxable Bonds**

Investment in infrastructure 5.00% Bonds of NHAI 500 (March 31, 2023: 500) Bonds of ₹ 10,000 each	50.00	50.00
Investment in infrastructure 5.00% Bonds of PFC 500 (March 31, 2023: 500) Bonds of ₹ 10,000 each	50.00	50.00
	<b>374.53</b>	<b>374.53</b>

Aggregate amount of Quoted investments	374.53	374.53
Aggregate market value of Quoted investments	308.55	307.60
Aggregate amount of impairment in Value of investments	-	-

(All amounts in ₹ lakh, unless otherwise stated)

Note 6 : Other Financial Assets	Non-Current		Current	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
<b>(Unsecured, considered good, unless otherwise stated)</b>				
Bank deposits with more than 12 months maturity(Refer Note 12)	662.00	45.00	-	-
Security Deposits	1.05	17.20	-	-
Rent Receivable	-	-	2.95	3.91
Interest Accrued on FDR	1.05	0.32	314.93	211.70
Interest Accrued on Tax Free Bonds	-	-	3.21	3.21
Interest Accrued on Taxable Bonds	-	-	4.07	3.75
Interest Accrued on investment property	-	-	-	95.86
Less: Allowance for Doubtful Advance	-	-	-	(95.86)
	<b>664.10</b>	<b>62.52</b>	<b>325.16</b>	<b>222.57</b>

**Note 7: Deferred Tax Assets (Net)**

	As At March 31, 2024	As At March 31, 2023
Gross Deferred Tax Assets	9.39	84.95
Gross Deferred Tax Liabilities	1.35	2.59
	<b>8.04</b>	<b>82.36</b>

	As At March 31, 2023	Recognised in Statement of Profit and Loss	Recognised in Statement of Other Comp- rehensive Income	As At March 31, 2024
<b>Deferred tax assets relates to the following:</b>				
Provision for employee benefits	5.85	1.27	0.40	7.52
Lease liability	2.76	(1.22)	-	1.54
Provision for doubtful advances	75.74	(75.74)	-	-
Deferred Lease-SD Rent deposit	0.60	(0.27)	-	0.33
	<b>84.95</b>	<b>(75.96)</b>	<b>0.40</b>	<b>9.39</b>
<b>Deferred tax liability relates to the following:</b>				
ROU Asset	2.59	(1.24)	-	1.35
	<b>2.59</b>	<b>(1.24)</b>	<b>-</b>	<b>1.35</b>
<b>Total deferred tax assets/(liabilities) (Net)</b>	<b>82.36</b>	<b>(74.72)</b>	<b>0.40</b>	<b>8.04</b>

**ADDI INDUSTRIES LIMITED**

(All amounts in ₹ lakh, unless otherwise stated)

Movement in Deferred Tax Liabilities (Net)	As At March 31, 2022	Recognised in Statement of Profit and Loss	Recognised in Statement of Other Comp- rehensive Income	As At March 31, 2023
<b>Deferred tax assets relates to the following:</b>				
Provision for employee benefits	5.03	0.79	0.03	5.85
Loss on Fair valuation of Investment	35.53	(35.53)	-	-
Land	96.61	(96.61)	-	-
Lease liability	-	2.76	-	2.76
Provision for doubtful advances	75.74	-	-	75.74
Deferred Lease-SD Rent deposit	-	0.60	-	0.60
	<b>212.92</b>	<b>(127.99)</b>	<b>0.03</b>	<b>84.95</b>
<b>Deferred tax liability relates to the following:</b>				
ROU Asset	-	2.59	-	2.59
	-	<b>2.59</b>	-	<b>2.59</b>
<b>Total deferred tax assets/(liabilities) (Net)</b>	<b>212.92</b>	<b>(130.58)</b>	<b>0.03</b>	<b>82.36</b>

Note 8 : Other Assets  (Unsecured, considered good, unless otherwise stated)	Non-Current		Current	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
Capital Advances	215.58	205.08	-	-
Less: Allowance for doubtful advances	-	(205.08)	-	-
Balance with government authorities	-	-	0.82	0.65
Advance to Employee	-	-	0.58	0.70
Advance to Supplier	-	-	-	0.13
Prepaid Expenses	-	-	0.21	0.11
	<b>215.58</b>	<b>-</b>	<b>1.61</b>	<b>1.59</b>

**Note 9 : Non-Current Tax Assets**

	As At March 31, 2024	As At March 31, 2023
Advance Tax (including TDS) {net of provision of ₹ 75.72 lakh (March 31, 2023 ₹ 290.29 lakh)}	13.87	14.21
	<b>13.87</b>	<b>14.21</b>

**Note 10 : Cash and Cash Equivalents**

	As At March 31, 2024	As At March 31, 2023
Balances With Banks :		
- Current Accounts	26.44	16.60
Cash on hand	0.46	0.75
	<b>26.90</b>	<b>17.35</b>

(All amounts in ₹ lakh, unless otherwise stated)

Note 11 : Bank Balances other than Cash and Cash Equivalents	Non-Current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
<b>Balances with Banks:</b>				
Earmarked balance with Banks				
-Unpaid Dividend account			5.54	-
Deposit accounts with original maturity of more than 3 months but less than 12 months	-	-	1,267.33	4,289.66
Deposit accounts with original maturity of more than 12 months	662.00	45.00	4,442.00	1,925.00
Less: Amount disclosed under other Financial assets	(662.00)	(45.00)	-	-
	-	-	<b>5,714.87</b>	<b>6,214.66</b>

**Note 12 : Equity Share Capital**

	As At	As At
	March 31, 2024	March 31, 2023
<b>Authorised:</b>		
150,00,000 (March 31, 2023: 150,00,000) equity shares of ₹ 5 each*	750.00	750.00
	<b>750.00</b>	<b>750.00</b>
<b>Issued, Subscribed &amp; fully paid up:</b>		
107,96,574 (March 31, 2023: 107,96,574) equity shares of ₹ 5 each*	539.83	539.83
<b>Add: Amount paid up on shares forfeited</b>		
3,400 (March 31, 2023: 3,400) equity shares of ₹ 5 each*	0.17	0.17
	<b>540.00</b>	<b>540.00</b>

**a) Reconciliation of Issued and Subscribed Share Capital:**

	No. of Shares	Amount
<b>Balance as at April 1, 2022</b>	1,07,96,574	539.83
Add: Increase/(Decrease) During The Year	-	-
<b>Balance as at March 31, 2023</b>	1,07,96,574	539.83
Add: Increase/(Decrease) During The Year	-	-
<b>Balance as at March 31, 2024</b>	<b>1,07,96,574</b>	<b>539.83</b>

**b) Terms/rights Attached to Equity Shares**

The company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of Equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees During the year ended March 31, 2024 the amount of final dividend distributed to equity shareholders is Rs. 1.25 per equity share for FY 22-23 as approved by shareholders in Annual general meeting held on 30.9.2023. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. No dividend is proposed by Board of Directors of the Company.

(All amounts in ₹ lakh, unless otherwise stated)

**c) Details of shareholders holding more than 5% shares in the company**

	As At March 31, 2024		As At March 31, 2023	
	No. of Shares	% holding	No. of Shares	% holding
a. Mr. Hari B.Bansal	9,96,118	9.23%	9,96,118	9.23%
b. Mr.Abhishek Bansal	10,00,666	9.27%	10,00,666	9.27%
c. Mr. Chaman Lal Jain	17,45,818	16.17%	16,89,818	15.65%
d. Mrs. Urmila Jain	37,14,493	34.40%	37,14,493	34.40%

d) The Holding Company has not issued any shares pursuant to any contract without payment being received in cash or as fully paid up by way of bonus shares. The Holding Company has not bought back any shares.

\* Number of Shares are given in absolute numbers.

**e) Details of Promoter's Shareholding:**

Promoter Name	As at March 31, 2024		As at March 31, 2023		% Change during the year
	No. of Shares	%of total shares	No. of Shares	%of total shares	
Abhishek Bansal	10,00,666	9.27%	10,00,666	9.27%	0.00%
Anju Bhaskar	59,100	0.55%	59,100	0.55%	0.00%
Anu Lance	-	0.00%	56,000	0.52%	-0.52%
Chaman Lal Jain	17,45,818	16.17%	16,89,818	15.65%	0.52%
Hari Bansal	9,96,118	9.23%	9,96,118	9.23%	0.00%
Urmila Jain	37,14,493	34.40%	37,14,493	34.40%	0.00%
Ultimate Investments LLP	5,01,980	4.65%	5,01,980	4.65%	0.00%

Promoter Name	As at March 31, 2023		As at March 31, 2022		% Change during the year
	No. of Shares	%of total shares	No. of Shares	%of total shares	
Abhishek Bansal	10,00,666	9.27%	10,00,666	9.27%	0%
Anju Bhaskar	59,100	0.55%	59,100	0.55%	0%
Anu Lance	56,000	0.52%	56,000	0.52%	0%
Chaman Lal Jain	16,89,818	15.65%	16,89,818	15.65%	0%
Hari Bansal	9,96,118	9.23%	9,96,118	9.23%	0%
Urmila Jain	37,14,493	34.40%	37,14,493	34.40%	0%
Ultimate Investments LLP	5,01,980	4.65%	5,01,980	4.65%	0%

**Note 13 : Other Equity**

	As At March 31, 2024	As At March 31, 2023
Capital Reserve	61.75	61.75
Securities Premium	1,318.51	1,318.51
Retained Earnings	5,817.94	5,487.47
<b>Total</b>	<b>7,198.20</b>	<b>6,867.73</b>

(All amounts in ₹ lakh, unless otherwise stated)

**Note:**

- i) For Movement during the Year in Other Equity, refer "Statement of Change in Equity".
- ii) **Nature and purpose of reserves**
- a) **Capital Reserve:**  
During 2000-01, specific reserves such as investment allowance reserve, investment allowance utilization reserve, generator subsidy and capital subsidy were transferred into capital reserve.
- b) **Securities Premium:**  
The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve will utilised in accordance with provisions of the companies Act 2013.
- c) **Retained Earnings:**  
Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

Note 14 : Provisions	Non-Current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Provision for Compensated Absences (Refer Note No. 25)	7.66	6.68	1.49	1.16
Provision for Gratuity (Refer Note No. 26)	16.14	11.37	4.58	4.03
	<b>23.80</b>	<b>18.05</b>	<b>6.07</b>	<b>5.19</b>

**Note 15 : Trade Payables**

	As At	As At
	March 31, 2024	March 31, 2023
- Outstanding Dues to Micro and Small Enterprises	0.91	-
- Total Outstanding Dues to Parties Other than Micro and Small Enterprises	8.66	6.24
	<b>9.57</b>	<b>6.24</b>

**Trade Payables ageing schedule as on March 31, 2024**

Particulars	Outstanding for following Years from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	Unbilled Dues	
(i) Micro and Small Enterprises		0.91	-	-	-	<b>0.91</b>
(ii) Others		5.40	-	-	3.25	<b>8.66</b>
(iii) Disputed dues — MSME		-	-	-	-	-
(iv) Disputed dues — Others		-	-	-	-	-

**Trade Payables ageing schedule as on March 31, 2023**

Particulars	Outstanding for following Years from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	Unbilled Dues	
(i) Micro and Small Enterprises		-	-	-	-	-
(ii) Others		3.17	-	-	3.07	<b>6.24</b>
(iii) Disputed dues — MSME		-	-	-	-	-
(iv) Disputed dues — Others		-	-	-	-	-

(All amounts in ₹ lakh, unless otherwise stated)

- (a) As per Schedule III of the Companies Act, 2013 and as certified by the management, the amount due to Micro, & small enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006 is as under:

	As At March 31, 2024	As At March 31, 2023
- The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.	0.91	-
- The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
- The amount of interest due and payable for the Year of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
- The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
- The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

- (b) 'Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act and as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date except disclosed above.

- (c) The amount does not include any amount due to be transferred to Investor Protection and Education fund.

Note 16 : Other Financial Liabilities	Non-Current		Current	
	As At	As At	As At	As At
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Security Deposits recieved(at amortised Cost)	11.20	10.18	-	-
Unclaimed dividends(Refer Note(a) below)	-	-	5.54	-
Deferred Payment Liability	0.24	1.30	1.07	1.07
	<b>11.44</b>	<b>11.48</b>	<b>6.61</b>	<b>1.07</b>

- a) There are no amount due for payment to the Investor Education and Protection Fund under Section 125(1) of the Companies Act,2013 as at March 31, 2024(March 31, 2023: Nil)

**Note 17 : Other Current Liabilities**

	As At March 31, 2024	As At March 31, 2023
Statutory dues payable	1.45	1.59
	<b>1.45</b>	<b>1.59</b>

(All amounts in ₹ lakh, unless otherwise stated)

**Note 18: Other Income**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Interest on		
- Fixed Deposits	448.35	319.22
- Tax Free Bonds	21.12	21.11
- Taxable Bonds	5.01	3.75
- Interest recd from Income Tax	-	0.06
- Others	1.85	
Rental Income	60.16	60.64
Excess liability written back	205.08	0.04
Unwinding of amortized cost instrument	1.07	0.31
Miscellaneous Income	-	-
	<b>742.64</b>	<b>405.12</b>

**Note 19 : Employee Benefits Expense**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Salary, Wages & Bonus	48.16	34.08
Contribution to Provident & Other Funds	1.82	1.84
Gratuity (Refer Note No. 26)	3.70	2.26
Compensated Absences	1.32	0.86
Staff Welfare Expenses	0.34	0.33
	<b>55.34</b>	<b>39.37</b>

**Note 20: Finance Cost**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Interest expense on lease liabilities(Refer Note 30)	0.80	1.11
Interest on security deposits	1.02	0.28
Interest of delay in payment of statutory dues	0.09	
	<b>1.91</b>	<b>1.39</b>

**Note 21 : Depreciation and Amortisation Expense**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Depreciation on Tangible Assets (Refer Note 3)	0.81	1.08
Depreciation on Right of Use Assets (Refer Note 30)	4.94	4.53
Depreciation on Investment Property (Refer Note 4A)	8.18	8.18
	<b>13.93</b>	<b>13.79</b>



(All amounts in ₹ lakh, unless otherwise stated)

**Note 22 : Other Expenses**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Electricity & Water Expenses	0.86	1.60
Repairs & Maintenance - Others	0.99	1.40
Repair and maint Development	0.00	8.17
Insurance	0.10	0.10
Legal & Professional Charges	11.29	10.10
Rates and taxes	3.29	9.13
Payment to Auditors (Refer Note below)	5.64	6.07
Amount written off	95.86	-
Less: Allowances for doubtful receivables written back	-95.86	0.00
Travelling & conveyance expenses	4.93	1.60
Vehicle Running Expenses	2.86	3.02
Security service	0.00	0.77
Miscellaneous Expenses	8.53	6.28
	<b>38.49</b>	<b>48.24</b>

**a) Details of payment made to auditors is as follows:**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
<b>As Auditor:</b>		
- For Audit	3.39	3.39
- For Other Services	2.25	2.68
	<b>5.64</b>	<b>6.07</b>

**Note 23 : Exceptional Item**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Profit/(Loss) on Sale of Property, Plant and Equipment (net of expenses of Rs.Nil lakh (March 31, 2023: ` 42.93 lakh)	-	1,578.14
Profit on Sale of PNR Share	-	251.42
	-	<b>1,829.56</b>

**Note 24: Income tax**

The major components of income tax expense for the years ended March 31, 2024 and March 31, 2023 are:

(All amounts in ₹ lakh, unless otherwise stated)

**24.1 Income tax recognised in profit or loss**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
<b>Tax Expense:</b>		
a) Current tax	77.92	291.81
b) Adjustments in respect of current income tax of previous year	13.71	5.44
c) Deferred tax	74.72	130.59
<b>Income tax expense reported in the statement of profit or loss</b>	<b>166.35</b>	<b>427.84</b>

**24.2 Income tax recognised in other comprehensive income**

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Income-tax on Re-measuresemt of Defined Benefit Plans	0.40	0.03
	<b>0.40</b>	<b>0.03</b>

**Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2024 and March 31, 2023**

	As At March 31, 2024	As At March 31, 2023
Accounting profit before tax from continuing operations	632.97	2,131.89
<b>Accounting profit before income tax</b>	<b>632.97</b>	<b>2,131.89</b>
At India's statutory income tax rate of 25.168% for Normal Income, 22.88% for LTCG (March 31, 2023: 25.168%)	159.31	536.67
Adjustments in respect of current income tax of previous years	13.71	5.44
Exempt income	(9.80)	40.49
<b>Non-deductible/Taxable expenses for tax purposes:</b>		
Expenses not allowed for tax purpose	3.13	18.27
Deferred tax asset charged on Investment in shares	-	(35.53)
On account of lower tax rate on capital gain	-	(137.49)
<b>At the effective income tax rate</b>	<b>166.35</b>	<b>427.84</b>
<b>Income tax expense reported in the statement of profit and loss</b>	<b>166.35</b>	<b>427.84</b>
Variance	-	-

The tax rate used for the current year reconciliation above is the corporate tax rate of 25.168% (March 31, 2023: 25.168%) payable by corporate entities in India on taxable profits under the Indian tax law.

(All amounts in ₹ lakh, unless otherwise stated)

**Note 25 : Earnings per share (EPS)**

Earning per share (EPS) is determined based on the net profit attributable to the shareholder before other comprehensive Income. Basic earning per share is computed using the weighted average number of equity shares outstanding during the year whereas Diluted Earning per share is computed using the weighted average number of common and dilutive equivalent shares except for the case where the result becomes anti-dilutive.

	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Profit attributable to the equity holders	466.62	1,704.05
Weighted average number of equity shares for basic and diluted EPS (in absolute numbers)	1,07,96,574	1,07,96,574
<b>Basic and diluted earnings per share (in ₹) (face value ₹ 5 per share)</b>	<b>4.32</b>	<b>15.78</b>

**Note 26 : Gratuity And Other Post-Employment Benefit Plans**
**a) Defined Contribution Plans**

The company makes contribution towards provident fund/ pension fund. Under the scheme, the company is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to the defined contribution scheme. The company during the year recognised the following amount in the Standalone Statement of profit and loss account under company's contribution to defined contribution plan.

<b>Note 23 : Exceptional Item</b>	For The Year Ended March 31, 2024	For The Year Ended March 31, 2023
Provident Fund	1.67	1.55
Other funds	0.15	0.29
<b>Total</b>	<b>1.82</b>	<b>1.84</b>

**b) Defined benefit plans**

In accordance with Ind AS 19 "Employee benefits", an actuarial valuation on the basis of "Projected Unit Credit Method" was carried out, through which the company is able to determine the present value of obligations. "Projected Unit Credit Method" recognizes each period of service as giving rise to additional unit of employees benefit entitlement and measures each unit separately to built up the final obligation.

**i) Gratuity scheme**

The company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days salary last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death, whichever is earlier. The benefit vests after five years of continuous service.

**(ii) Compensated Absences**

The Company operates compensated absences plan wherein every employee is entitled to the benefit equivalent to 26 days leave salary for every completed year of service subject to maximum 90 accumulations of leaves. The salary for calculation of earned leave is last drawn salary. The same is payable during the service, early retirement, withdrawal of scheme, resignation by employee and upon death of employee.

- c) The following tables summarize the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the defined benefit plan (viz. gratuity and compensated absences). Compensated Absences include earned leaves and sick leaves. These have been provided on accrual basis, based on year end actuarial valuation.

(All amounts in ₹ lakh, unless otherwise stated)

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Change in benefit obligation</b>		
1 Opening defined benefit obligation	15.40	13.02
2 Acquisition Adjustment	-	-
3 Add: Interest cost	1.12	0.89
4 Add: Current service cost	2.58	1.36
5 Add: Past service cost	-	-
6 Less: Benefits paid	-	-
7 Add: Actuarial (gain) / loss	1.60	0.12
<b>Present value of obligation as at the end of the year</b>	<b>20.70</b>	<b>15.40</b>

d) The following tables summarise the components of net benefit expense recognised in the Statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Cost for the year included under employee benefit</b>		
Add: Current service cost	2.58	1.36
Add: Past service cost	-	-
Add: Interest cost	1.12	0.89
Less: Return on plan assets	-	-
Add: Actuarial (gain) / loss	1.60	0.12
<b>Net cost</b>	<b>5.30</b>	<b>2.38</b>

e) Detail of actuarial gain/loss recognised in OCI is as follows:

	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
1 Actuarial gain / (loss) for the year – obligation	(1.60)	(0.12)
2 Actuarial gain / (loss) for the year - plan assets	-	-
<b>3 Total gain / (loss) for the year</b>	<b>(1.60)</b>	<b>(0.12)</b>
4 Actuarial gain / (loss) recognised in the year	(1.60)	(0.12)
5 Unrecognised actuarial gains / (losses) at the end of year	-	-

(All amounts in ₹ lakh, unless otherwise stated)

**f) Principal actuarial assumptions at the balance sheet date are as follows:**

	<b>As At March 31, 2024</b>	<b>As At March 31, 2023</b>
	<b>Gratuity (Unfunded)</b>	<b>Gratuity (Unfunded)</b>
<b>Economic assumptions</b>		
1 Discount rate	7.19%	7.29%
2 Rate of increase in compensation levels	8.00%	8.00%

**Demographic assumptions**

1 Expected average remaining working lives of employees (years)	3.48	9.18
2 Retirement Age (years)	60	60
3 Mortality Rate		

**Indian Assured Lives Mortality  
(2012-2014)**

**Withdrawal Rate**

1 Ages up to 30 Years	3.00%	3.00%
2 Ages from 31-44 Years	2.00%	2.00%
3 Above 44 years	1.00%	1.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**g) Net (assets) / liabilities recognized in the Balance Sheet and experience adjustments on actuarial gain / (loss) for benefit obligation and plan assets.**

	<b>As At March 31, 2024</b>	<b>As At March 31, 2023</b>
	<b>Gratuity (Unfunded)</b>	<b>Gratuity (Unfunded)</b>
Present value of obligation	(20.70)	(15.40)
Less: Fair value of plan assets	-	-
<b>Net (assets) / liability</b>	<b>(20.70)</b>	<b>(15.40)</b>

**h) A quantitative sensitivity analysis for significant assumption as is as shown below:**

	<b>As At March 31, 2024</b>	<b>As At March 31, 2023</b>
	<b>Gratuity (Unfunded)</b>	<b>Gratuity (Unfunded)</b>
<b>A. Discount rate</b>		
Effect on DBO due to 0.5% increase in Discount Rate	(0.26)	(0.27)
Effect on DBO due to 0.5% decrease in Discount Rate	0.28	0.28
<b>B. Salary escalation rate</b>		
Effect on DBO due to 0.5% increase in Salary Escalation Rate	0.27	0.27
Effect on DBO due to 0.5% decrease in Salary Escalation Rate	(0.26)	(0.28)

(All amounts in ₹ lakh, unless otherwise stated)

i) Maturity profile of defined benefit obligation is as follows:

Years	As At March 31, 2024	As At March 31, 2023
	Gratuity (Unfunded)	Gratuity (Unfunded)
0 to 1 years	4.58	4.03
1 to 2 years	7.84	0.20
2 to 3 years	3.35	6.82
3 to 4 years	0.08	0.63
4 to 5 years	0.49	0.06
5 to 6 years	1.23	0.33
6 year onwards	3.14	3.33

**Note 27 : Contingent Liabilities (to the extent not provided for) and Commitments**

**I) Commitments**

- a) Estimated amount of contracts remaining to be executed on capital account (net of advances) and which have not been provided for in the financial statements, amounts to ₹ 34.73 Lakh (March 31, 2023: ₹ 45.23 Lakh). The Company does not have any other long term commitments or material non-cancellable Contractual Commitments, which may have a material impact on the standalone financial statements.

**II) Contingent Liabilities**

The Company has reviewed all its pending claims, litigations and other proceedings and has adequately provided for wherever required. However, wherever it is difficult for the Company to estimate the timings of cash outflows, if any, in respect of the below as it is determinable only on receipt of judgement/decisions pending with various forums/authorities, the Company has disclosed the same as Contingent Liabilities (pending resolution of the respective proceedings).

The Company does not expect the outcome of these proceedings to have a material or adverse effect on financial position of the Company. Also, the Company does not expect any reimbursements in respect of the below contingent liabilities.

	As At March 31, 2024	As At March 31, 2023
(i) Claims against the Company, not accepted and not provided	77.42	77.42

**Note 28 : Related Party Disclosures**

**a) Name of the Related Parties and Description of Relationship:**

Name of Related Party	Nature of relationship
Key Management Personnel	Mr. Chaman Lal Jain, Chairman and Managing Director
	Mrs. Urmila Jain - Director (resigned wef 8.8.2022)
	Mr. Subrata Panda Director (wef 11.8.2023)
	Mr. Achal Kapoor-Director (wef 11.8.2023)
	Mr. Atul Jain, Chief Financial Officer
	Mr. Hari Bansal - Director
	Mrs. Taranjeet Kaur, Company Secretary

(All amounts in ₹ lakh, unless otherwise stated)

**b) Transactions with related parties (Including bifurcation of material transaction)**

Name of Related Party	Relationship	Nature of Transaction	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Sh.Chaman Lal Jain	Managing Director	Salary	24.00	12.00
Mr. Atul Jain	Chief Financial Officer	Salary	7.62	6.88
		Reimburement of Expenses Incurred on our behalf	0.43	0.23
Mrs. Taranjeet Kaur	Company Secretary	Salary	1.70	1.70

**c) Year end balances of related parties**

Name of Related Party	Nature of Balance	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Mr. Atul Jain	Salary payable	0.58	0.58
Mrs. Taranjeet Kaur	Salary payable	0.14	0.14
Sh.Chaman Lal Jain	Director Remuneration payable	2.37	-

**d) Terms and conditions of transactions with related parties**

All the transaction with the related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and carried no interest. No expenses has been recognized in the current year in respect of bad or doubtful debts/advances and further no specific provision for doubtful debts/advances has been made in respect of outstanding balances.

**Note 29 : Fair Values Disclosure**
**a) Financial Instruments by category**

Set out below, is a comparison by class of the carrying amounts and fair value of the company's financial instruments. Here the disclosure is made for non-current financial assets and non-current financial liabilities, carrying value of current financial assets and current financial liabilities including cash and cash equivalent, other bank balances, other financial assets, trade payables, current borrowing, lease liabilities, other current financial liabilities etc. which represent the best estimate of fair value.

The Management assessed that fair value of these short term financial assets and liabilities significantly approximate their carrying amount largely due to short term maturities of these instruments and are measured at amortised cost.

**b) Fair value of Financial Assets:**

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the standalone financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input which has a significant effect on the fair value measurement is not based on observable market data.

(All amounts in ₹ lakh, unless otherwise stated)

**As at March 31, 2024:**

Particulars	Carrying amount			Fair value			
	Other financial assets - amortised cost	Other financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
<b>Financial assets Measured At Amortised Cost</b>							
Investment Others	374.53	-	374.53	-	-	-	-
Security Deposits	1.05	-	1.05	-	-	-	-
Others	326.21	-	326.21	-	-	-	-
Cash and Cash Equivalents	26.90	-	26.90	-	-	-	-
Bank deposits with more than 12 months maturity	662.00	-	662.00	-	-	-	-
Bank balance other than Cash and cash equivalent	5,714.87	-	5,714.87	-	-	-	-
	<b>7,105.56</b>	<b>-</b>	<b>7,105.56</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial Liabilities Measured At Amortised Cost</b>							
Trade payables	-	9.57	9.57	-	-	-	-
Lease Liability	-	6.13	6.13	-	-	-	-
Security Deposits	-	11.20	11.20	-	-	-	-
Others	-	5.54	5.54	-	-	-	-
Deffered payment liability	-	1.31	1.31	-	-	-	-
	<b>-</b>	<b>33.75</b>	<b>33.75</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**As at March 31, 2023:**

Particulars	Carrying amount			Fair value			
	Other financial assets - amortised cost	Other financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
<b>Financial assets Measured At Amortised Cost</b>							
Investment in Equity Share	374.53	-	374.53	-	-	-	-
Investment Others	62.52	-	62.52	-	-	-	-
Security Deposits	222.57	-	222.57	-	-	-	-
Cash and Cash Equivalents	17.35	-	17.35	-	-	-	-
Bank balance other than Cash and cash equivalent	6,214.66	-	6,214.66	-	-	-	-
	<b>6,891.63</b>	<b>-</b>	<b>6,891.63</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial Liabilities Measured At Amortised Cost</b>							
Trade payables	-	6.24	6.24	-	-	-	-
Lease Liability	-	10.98	10.98	-	-	-	-
Security Deposits	-	10.18	10.18	-	-	-	-
Deffered payment liability	-	2.37	2.37	-	-	-	-
	<b>-</b>	<b>29.76</b>	<b>29.76</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



(All amounts in ₹ lakh, unless otherwise stated)

**c) Discount Rate Used in Determining Fair Value**

The interest rate used to discount estimated future cash flows, where applicable, are based on the incremental borrowing rate of borrower which in case of financial liabilities is average market cost of borrowings of the company and in case of financial asset is the average market rate of similar credit rated instrument. The company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available.

The company has an established control framework with respect to the measurement of fair values. The finance and accounts team that has overall responsibility for overseeing all significant fair value measurements and reports directly to the board of directors. The team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Significant valuation issues are reported to the company's board of directors.

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

- a) Fair value for security deposits (other than perpetual security deposits) has been presented based on the discounting factor as at the reporting date. Fair value for all other non-current assets and liabilities is equivalent to the amortised cost, interest rate on them is equivalent to the market rate of interest.
- b) For other financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

**Note 30 : Leases**

Lease contracts entered by the Company majorly pertains for buildings taken on lease to conduct its business in the ordinary course. The Company does not have any lease restrictions and commitment towards variable rent as per the contract.

<b>Right-of-use assets: movements in carrying value of assets</b>	<b>Buildings</b>
<b>Gross Carrying value as at April 01, 2022</b>	-
Add: Additions during the year	14.82
Less: Disposals / adjustments during the year	-
<b>Gross Carrying value As at March 31, 2023</b>	<b>14.82</b>
<b>Gross Carrying value as at April 01, 2023</b>	14.82
Add: Additions during the year	
Less: Disposals / adjustments during the year	-
<b>Gross Carrying value As at March 31, 2024</b>	<b>14.82</b>
<b>Accumulated Depreciation :</b>	
<b>As at April 01, 2022</b>	-
Add: Depreciation charge for the year	4.53
Less: Disposals/adjustments during the year	-
<b>As at March 31, 2023</b>	<b>4.53</b>
<b>As at April 01, 2023</b>	4.53
Add: Depreciation charge for the year	4.94
Less: Disposals/adjustments during the year	-
<b>As at March 31, 2024</b>	<b>9.47</b>
<b>Net Carrying value :</b>	
<b>As at March 31, 2024</b>	<b>5.35</b>
<b>As at March 31, 2023</b>	<b>10.29</b>

In 2023-24 and 2022-23, there were no impairment charges recorded for right-of-use assets.

(All amounts in ₹ lakh, unless otherwise stated)

Leases: movements in carrying value of recognised liabilities	As At March 31, 2024	As At March 31, 2023
<b>Balance at the beginning of year</b>	<b>10.98</b>	-
Addition in lease liabilities	-	14.82
Interest exepnse on lease liabilities	0.80	1.11
Repayment of lease liabilities	(5.65)	(4.95)
<b>Balance at the end of the year</b>	<b>6.13</b>	<b>10.98</b>
Non-current lease liabilities	5.63	6.13
Current lease liabilities	0.50	4.85
<b>Total lease liabilities</b>	<b>6.13</b>	<b>10.98</b>

The maturity analysis of lease liabilities is given in Note 33 in the 'Liquidity risk' section.

#### Leases: Cash Flows

Included in cash flows from operating activities is ₹ 0.80 lakh (March 31, 2023: ₹ 1.11 lakh) and Included in cash flows from financing activities ₹ 5.65 lakh (March 31, 2023: ₹ 4.95 lakh).

#### Note 31 : Segment Information

The holding company is engaged in the business of Export of Garments and operates within India. The holding company has determined single reporting segments based on the information reviewed by the Group's Chief Operating Decision Maker ('CODM') and hence there is no other reportable segment as per Ind AS 108 "Operating Segment".

Major Customer: No single customers contributed 10% or more to the Group's revenue for both March 31, 2024 and March 31, 2023.

#### Note 32: Capital Management

The Group's objective for managing capital is to

- Ensure ability to continue as a going concern, so that the company can continue to provide returns to shareholders and benefits for other stakeholders, and
- maintain optimal capital structure to reduce the cost of capital. The group is exposed to credit risk, liquidity risk and market risk.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

(All amounts in ₹ lakh, unless otherwise stated)

The Group monitors capital structure using Gearing Ratio, which is calculated as under:

	As At March 31, 2024	As At March 31, 2023
<b>Borrowings</b>	-	-
Lease Liability	6.13	10.98
Less: Cash and Bank Balance	(5,741.77)	(6,232.01)
<b>Adjusted Net debt (A)</b>	<b>(5,735.64)</b>	<b>(6,221.04)</b>
Equity Share Capital	540.00	540.00
Other Equity	7,198.20	6,867.73
<b>Total Capital (B)</b>	<b>7,738.20</b>	<b>7,407.73</b>
<b>Net Debt and Capital (C= A+B)</b>	<b>2,002.56</b>	<b>1,186.69</b>
<b>Gearing ratio</b>	<b>-0.74</b>	<b>-0.84</b>

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

For the purpose of capital management, capital includes issued equity capital and all other reserves attributable to the equity holders of the holding company.

### **Note 33: Financial risk management objectives and policies**

The group's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the group's operations and to provide guarantees to support its operations

The group's principal financial assets includes loans, security deposits, trade receivables, cash and cash equivalents, deposits with bank, interest accrued in deposits, receivables from related and other parties and interest accrued thereon.

The group is exposed to credit risk, liquidity risk and market risk.

#### **A. 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 three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk borrowings, short term deposits and derivative financial instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

##### **i) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. However, the group doesn't have any interest rate risk.

##### **ii) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The group's exposure to the risk of changes in foreign exchange rates relates primarily to the group's operating activities (when revenue or expense is denominated in a foreign currency)

The group is not exposed to foreign currency sensitivity because group does not have any outstanding foreign currency exposure as on March 31, 2024 and March 31, 2023.

(All amounts in ₹ lakh, unless otherwise stated)

**B. 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 group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

**i) Trade receivables**

Customer credit risk is managed by each business unit subject to the group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

**ii) Financial instruments and cash deposits**

Credit risk from balances with banks and financial instruments is managed by the group's treasury department in accordance with the group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the group's finance committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

**C. Liquidity risk**

Liquidity risk is the risk that the group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

The table below summarises the maturity profile of the group's financial liabilities based on contractual undiscounted payments.

As at March 31, 2024	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade Payables	-	9.57	-	-	-	9.57
Lease liability	-	1.34	4.29	0.50	-	6.13
Security Deposit	-	-	-	11.20	-	11.20
Others	-	-	5.54	-	-	5.54
Deferred Payment Liability (Refer Note 29)	-	0.27	0.80	0.24	-	1.31
<b>Total</b>	<b>-</b>	<b>11.17</b>	<b>10.64</b>	<b>11.94</b>	<b>-</b>	<b>33.75</b>

As at March 31, 2023	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade payables	-	6.24	-	-	-	6.24
Lease liability	-	1.15	3.70	6.13	-	10.98
Security Deposit	-	-	-	10.18	-	10.18
Deferred Payment Liability (Refer Note 29)	-	0.27	0.80	1.30	-	2.37
<b>Total</b>	<b>-</b>	<b>7.65</b>	<b>4.50</b>	<b>17.61</b>	<b>-</b>	<b>29.76</b>

(All amounts in ₹ lakh, unless otherwise stated)

**Note 34: Ratio Analysis**

Description	Numerator	Denominator	March 31, 2024	March 31, 2023	% change	Reason for variance**
Current ratio	Current Assets	Current Liabilities	250.76	340.86	-26.43%	Due to decrease in current assets
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	1.54%	6.50%	-4.96%	
Return on Capital Employed	Earnings before interest and taxes	Capital Employed *	8.20%	28.78%	-20.57%	Due to decrease in profits
Return on investment	Earnings from investment	Average Investment	2.60%	2.63%	-0.03%	

\* Tangible Net Worth + Total Debt + Deferred Tax Liability

\*\* Reasons for variance has been given where percentage change is more than 25%

**Note 35 : Disclosure of the Additional Information As Required by the Schedule III**

The holding company has investment in the following private limited companies that are not listed on any public stock exchange.

Name of the Company	Country of Incorporation	Principal Activities	Proportion (%) of Equity Interest	
			As At March 31, 2024	As At March 31, 2023
Aum Texfab Private Limited	India	Manufacturing & Marketing of Readymade Garments	100%	100%

a) As at and for the year ended March 31, 2024

Name of entity	Net Assets (i.e. Total Assets - Total Liabilities)		Share in Profit or Loss Share		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent Company</b>								
Addi Industries Limited	97.08%	7,512.46	97.15%	453.32	100.00%	(1.20)	97.14%	452.12
<b>Subsidiary-Indian</b>								
Aum Texfab Private Limited	2.92%	225.74	2.85%	13.30	0.00%	-	2.86%	13.30
<b>Total</b>	<b>100.00%</b>	<b>7,738.20</b>	<b>100.00%</b>	<b>466.62</b>	<b>100.00%</b>	<b>(1.20)</b>	<b>100.00%</b>	<b>465.42</b>

(All amounts in ₹ lakh, unless otherwise stated)

a) As at and for the year ended March 31, 2023

Name of entity	Net Assets (i.e. Total Assets - Total Liabilities)		Share in Profit or Loss Share		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent Company</b>								
Addi Industries Limited	97.13%	7,195.29	99.33%	1,692.69	100%	(0.09)	99.33%	1,692.60
<b>Subsidiary-Indian</b>								
Aum Texfab Private Limited	2.87%	212.44	0.67%	11.36	-	-	0.67%	11.36
<b>Total</b>	100%	7,407.73	100%	1,704.05	100%	(0.09)	100.00%	1,703.96

**Note 36:**

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 Group to or in any other person or entity, including foreign entity ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).

The Group has not received any fund from any party (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entity identified by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Note 37: Other Statutory Information**

- The Group did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 neither in the current financial year nor in the previous financial year.
- The Group does not have any Benami property, where any proceeding under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder has been initiated or pending against the company.
- The Group has not been declared wilful defaulter by any bank or financial Institution or other lender.
- The Group has not traded or invested in Crypto currency or Virtual Currency.
- The Group has no any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- As per Section 135 of Companies Act 2013, the Company is not required to incur any expenditure on Corporate Social Responsibility.



(All amounts in ₹ lakh, unless otherwise stated)

**Note 38:**

The figures are rounded off to the nearest rupees in lakh and decimal thereof.

**For and on behalf of the Board of Directors of  
Addi Industries Limited**

**Sd/-  
(Chaman Lal Jain)**  
Managing Director  
DIN 00022903

**Sd/-  
(Subrata Panda)**  
Independent Director  
DIN 00428387

Place of Signature: New Delhi  
Date: 29.05.24

**Sd/-  
(Taranjeet Kaur)**  
Group Secretary  
ICSI M. No. 008991

**Sd/-  
(Atul Jain)**  
Chief Financial Officer