

August 23, 2024

**BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 001
Scrip Code: 542729**

**National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra East
Mumbai, Maharashtra – 400 051
Symbol: DCMNVL**

Dear Sir/ Madam,

Sub: Notice of the 8th Annual General Meeting and the Annual Report for the financial year 2023-24

This is to inform you that the **8th Annual General Meeting ("AGM")** of DCM Nouvelle Limited ("Company") is scheduled to be held on **Tuesday, September 17, 2024 at 11.00 a.m. IST** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Notice of the AGM and Annual Report for the financial year 2023-24 comprising the standalone and consolidated audited financial statements for the financial year 2023-24, along with Boards' Report, Auditors' Report and other documents required to be attached thereto, being sent in electronic mode to all the Members of the Company whose e-mail address is registered with the Company / Company's Registrar and Transfer Agent, Skyline Financial Services Private Limited ("Skyline") / Depository Participant(s) / Depositories.

Notice and Annual Report are attached and the same are also available on the Company's website at:

Sr. No	Documents	Link to Click
1	Notice of the 08 th Annual General Meeting	Weblink
2	Annual Report FY 2023-24	Weblink

The Company has fixed **Tuesday, September 10, 2024** as the "**Cut-off Date**" for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the AGM and to attend the AGM.

You are requested to disseminate the above intimation on your website.

Thanking You,
Yours Faithfully,

For DCM Nouvelle Limited

**Mohd Sagir
Company Secretary & Compliance Officer
Membership No. F11061**

Encl: as above

CC:

- 1. National Securities Depository Ltd.**
- 2. Central Depository Services (India) Limited**
- 3. M/s Skyline Financial Services Private Limited**

Notice of 8th Annual General Meeting

NOTICE is hereby given that the 8th Annual General Meeting ('AGM') of the members of DCM NOUVELLE LIMITED ('the Company') will be held on Tuesday, September 17, 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports of the Board of Directors' and Auditors' thereon.

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

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 and the Reports of the Board of Directors' and Auditors' thereon as circulated to the Members, be and are hereby received, considered and adopted."

2. Retirement by rotation of Mr. Rakesh Goel (DIN 00226058)

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Mr. Rakesh Goel (DIN 00226058), who retires by rotation at this Annual General Meeting and, being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. Ratification of the remuneration of Cost Auditor for the financial year 2024-25

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit

and Auditors) Rules, 2014 (including any statutory modification or reenactment thereof, for the time being in force), M/s. KG Goyal & Associates Cost Accountants, Jaipur, who was appointed as Cost Auditors by the Board of Directors of the Company on the recommendation of the Audit Committee, to conduct the audit of the cost accounting records of the Company for the financial year 2024-25 on a remuneration of Rs. 65,000/- (Rupees Sixty five thousand only) plus applicable taxes besides reimbursement of out of pocket expenses incurred in connection with the aforesaid audit fixed by the Board of Directors be and is hereby ratified and confirmed".

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir

Company Secretary

Membership No: F11061

Date: 23.08.2024

Place: New Delhi

Registered Office

407, Vikrant Tower, 04,
Rajendra Place, New Delhi-110008,
India Tel: 91 1143678490
CIN: L17309DL2016PLC307204
Email: info@dcmnvl.com
Website: www.dcmnvl.com

NOTES FOR MEMBERS' ATTENTION:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of item Nos. 3 in the Notice of the 08th Annual General Meeting ('AGM' or 'Meeting'), is annexed hereto. The Board of Directors ('the Board') have considered and decided to include item nos. 3 as Special Business. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standards on General Meetings, in respect of the Directors seeking appointment / re-appointment at the AGM is furnished as Annexure to this Notice.
2. Meeting through VC/OAVM: Ministry of Corporate Affairs ('MCA') vide its Circular No. 09/2023 dated 25th



September 2023 (In continuation with the Circulars issued earlier in this regard) ('MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 (collectively as 'MCA and SEBI Circulars' or 'the Circulars') has allowed conducting AGM through Video Conferencing ('VC') or Other Audio- Visual Means ('OAVM') without the physical presence of Members at a common venue till 30th September 2024. The MCA Circulars prescribe the procedures and manner of conducting the AGM through VC/OAVM. In compliance with the applicable provisions of the Act and MCA Circulars, the AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/ OAVM is as per note no.21 and available at the Company's website www.dcmnvl.com.

- Members who are shareholders as on Tuesday, 10th September 2024, ('cut-off date') can join the AGM 30 minutes before the commencement of the AGM i.e. at 10:30 A.M. and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice.

The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first serve basis.

Members attending the Meeting through VC/OAVM will be counted for the purposes of quorum under Section 103 of the Act.

- The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 407, Vikrant Tower, 04, Rajendra Place, New Delhi-110008, India, which shall be deemed venue of the AGM. The route map for the venue of the AGM is therefore not annexed to this Notice.
- Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the

Members may be appointed for the purpose of voting through remote e-Voting through Board / Governing body resolution / Authorisation etc. They are requested to email certified copy of the Board / Governing body resolution / Authorisation etc authorizing their representatives to attend and vote on their behalf. The documents shall be emailed to info@dcmnvl.com with the subject line '8th AGM of DCM Nouvelle Limited'.

6. Dispatch of Annual Report through electronic mode

In compliance with the Circulars, Notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to those Members, whose e-mail IDs are registered with Skyline/Depositories. Members may note that the Notice and the Annual Report for the financial year 2023-24 are available on the following websites:

Particulars	Website
DCM Nouvelle Limited	www.dcmnvl.com
BSE Limited	www.bseindia.com
National Stock Exchange of India Limited	www.nseindia.com
National Securities Depository Ltd ('NSDL')	www.evoting.nsdl.com
Skyline Financial Services Private Limited ("Skyline")	www.skylinerta.com

- The Audited Accounts of the Company's subsidiary can be accessed through the **weblink**.

Members who have still not registered / updated their e-mail IDs are requested to register / update at the earliest:

- Members holding shares in physical mode and who have not registered / updated their e-mail IDs with the Company are requested to register / update their e-mail IDs by sending duly filled in Form ISR-1 (Form for registering PAN, KYC details or changes / Updation thereof) to Skyline Financial Services Private Limited ("Skyline") at D-153 A, First Floor, Okhla Industrial Area, Phase -I, New Delhi-110020, Tel: 011-41044923, Email: info@skylinerta.com. Form ISR-1 can be accessed through the **Weblink**.
- Members holding shares in electronic mode are requested to register / update their e-mail IDs with the relevant Depository Participants. We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.

8. Members may please note that 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 can be accessed through the **weblink** and on the website of the Company's RTA, Skyline Financial Services Private Limited ("Skyline") at <https://www.skylinerta.com/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.
9. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Skyline, for assistance in this regard.
10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Skyline, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be accessed through the **weblink**. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Skyline in case the shares are held in physical form.
12. Dispute Resolution Mechanism (SMART ODR): In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30th May 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated 31st July 2023 (updated as on 20th December 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: <https://www.dcmnvl.com>.
13. In terms of the amendments to the SEBI Listing Regulations, with effect from 1st April 2019, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised form with the depository, i.e. NSDL and CDSL. Members are, therefore, requested to demat their physical holding for any further transfer. Members can, however, continue to make request for various services other than transfer for securities held in physical form but the processing will be done in demat form.
14. Members holding shares in physical form need to ensure that before submitting any service request, their folios are KYC compliant. If the folios of physical security holders are not KYC compliant then the security holders need to comply with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024, without which any investor service requests will not be processed. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
15. Non-resident Indian Members are requested to inform the Company or RTA or to the concerned DPs, as the case may be, immediately: a) the change in the residential status on return to India for permanent settlement. b) the particulars of the NRE Account with a Bank in India, if not furnished earlier. c) Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or Skyline quoting their Folio number or their Client ID with DP ID, as the case may be.
16. In case of joint holders, the Member whose name



appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

17. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before September 10, 2024 through email on info@dcmnvl.com. The same will be replied by the Company suitably.
18. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
19. The Company has fixed Tuesday, September 10, 2024 as the "Cut-off" date for the purpose of determining shareholders for voting Purpose for the financial year ended March 31, 2024.
20. Pursuant to Regulation 39(4) of SEBI listing Regulations, members whose shares are being unclaimed or not received then members can claim their shares by sending the details of their folios to the Company or RTA i.e., Skyline, D-153 A, First Floor, Okhla Industrial Area, Phase -I, New Delhi-110020, Tel: 011-41044923, Email: info@skylinerta.com.
21. Instructions for e-voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- ii. The remote e-voting period commences on Saturday, September 14, 2024 (9:00 a.m. IST) and ends on Saturday, September 14, 2024 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Saturday, September 14, 2024, Monday, September 16, 2024, Tuesday, September 10, 2024 i.e., cut-off date, may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from September 14, 2024 to September 16, 2024 or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.
- iv. The Board of Directors has appointed Pragnya Parimita Pradhan (Membership No. ACS 32778) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in. However, if he/ she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and Password for casting the vote. In case of individual shareholders holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under **"Login method for remote e-voting and joining virtual meeting for individual shareholders holding securities in dematerialized mode."**
- vii. The details of the process and manner for remote e-voting are explained herein below:

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

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system

Details on Step 1 are mentioned below

I. Login method for remote e-voting and joining the virtual meeting for individual shareholders holding securities in dematerialized mode

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (“ESP”) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “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 i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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 i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on





Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e., NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

II. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
4. Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.
5. Your User ID details are given below:

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

6. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the initial password which was communicated to you. Once you retrieve your initial password, you need to enter the initial password and the system will force you to change your password.
 - c) How to retrieve your initial password?
 - I. If your email ID is registered in your demat account or with the company, your initial password is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file.

The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your User ID and your initial password.
 - II. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.



- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

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

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

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?"

option available on <https://www.evoting.nsdl.com> to reset the password.

2. In case of any queries related to e-voting, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on +91 22 48867000 and +91 22 24997000 or send the request to Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in.
3. Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing demat account number / Folio number, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above.
4. The instructions for members for e-voting on the day of the AGM are mentioned in point number 17(A).

B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER

- a. Members will be able to attend the AGM through VC/OAVM or provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for login to NSDL e-voting system. After successful login, you can see VC/OAVM link placed under Join meeting menu against company name. You are requested to click on VC/OAVM link placed under "Join Meeting" menu.
- b. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
- c. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.

Other Instructions

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a

consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

2. The result declared along with the Scrutinizers Report shall be placed on the Company's website www.dcmnvl.com and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir

Date: 23.08.2024

Company Secretary

Place: New Delhi

Membership No: F11061

Registered Office

407, Vikrant Tower, 04,
Rajendra Place, New Delhi-110008,
India Tel: 91 1143678490
CIN: L17309DL2016PLC307204
Email: info@dcmnvl.com
Website: www.dcmnvl.com



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")

The following Statement sets out all material facts relating to Item No. 3 mentioned in the accompanying Notice.

ITEM NO. 3

The Board of Directors of the Company, on recommendation of the Audit Committee, at the meeting held on July 29, 2024 has appointed M/s. KG Goyal & Associates, Cost Accountants, Jaipur as Cost Auditors for the financial year to end on March 31, 2025 at a remuneration of Rs. 65,000/- (Rupees sixty five thousand only) plus taxes as may be applicable besides reimbursement of out-of-pocket expenses incurred by them in the conduct of such Audit.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records & Audit), Rules, 2014, the remuneration payable to the Cost Auditors is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors to conduct the cost audit for the financial year 2024-25.

Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year to end on March 31, 2025.

The Board of Directors recommends the resolution as set out under item no. 3 of this Notice for the approval of members of the Company.

None of the directors, key managerial personnel and their relatives are interested or concerned, financially or otherwise, in the aforesaid resolution as set out under item no 3.

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir

Company Secretary
Membership No: F11061

Date: 23.08.2024

Place: New Delhi

Annexure to Items. 2 of the Notice

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

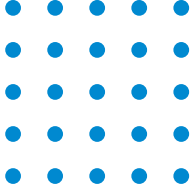
Name of the Director	Mr. Rakesh Goel
Date of Birth	12.01.1957
Nationality	India
Date of Appointment on the Board	01.04.2019
Qualifications	M.B.A.
Profile of the Director	Mr. Rakesh Goel, is MBA from Punjab Agricultural University and has served various organizations at top management level in a span of 4 decades of his career. He served at HAFED for 10 years before joining DCM Group in 1990 and has worked at various positions across textile business.
Experience and Expertise in specific functional areas	Mr. Rakesh Goel has well rounded experience with multiple functions exposure purchasing, marketing, plant operations & projects implementation among others. He has end to end experience of all textile operations.
Number of shares held in the Company	Nil
List of the directorships held in other companies*	Nil
Number of Board Meetings attended during the FY 2023-24	5 (for details please refer to the Corporate Governance Report, forming part of this Annual Report)
Chairman/*Member in the Committees of the Boards of companies in which he is Director*	Nil
Relationships between Directors inter-se	Not Applicable
Remuneration details (Including Sitting Fees & Commission)	5.00 Lacs

***Directorship includes Directorship of Public Companies & Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether listed or not).**

By order of the Board of Directors
For **DCM Nouvelle Limited**

Date: 23.08.2024
Place: New Delhi

Mohd Sagir
Company Secretary
Membership No: F11061



ANNUAL REPORT
2023-2024



Growing with Purpose



CONTENTS

Corporate Overview

About DCM Nouvelle	01
Key Performance Indicators	02
Our approach to Corporate Governance	04
Shaping our Growth	06
Governance Indicators	08
An Expanding Product Portfolio Serving Customers' Needs	10
Our Growing footprint	12
Message from the Chairperson	14
Joint Message from the Managing Director & Chief Executive Officer	16
ESG Roadmap-making responsible choices	18
Stakeholder Engagement	20
Living up to our Social Responsibility	22
Sustainability	24
Risk Management- Navigating the Uncertain	25
Building Value across dimensions	26
Financial year 2023-24 in Brief	28

Management Discussion Analysis Report

Economic Review	30
Financial Performance	32
Business Performance	
- Textiles	34
- Chemicals	38

Statutory Reports

Boards' Report	44
Business Responsibility and Sustainability Report	69
Corporate Governance Report	95

Financial Statements & Notice

Standalone	125
Consolidated	186
Notice	251



About DCM Nouvelle

DCM Nouvelle Limited is a leading manufacturer and exporter of 100% cotton carded and combed yarns in single and two-ply counts ranging from Ne 14s to Ne 40s. The Company has the total spinning capacity of 1,57,872 spindles with state of the art technology, entirely based on 100% Cotton at single location with 40000 MT annual production.

With over three decades of experience in cotton spinning, we are determined to craft the finest yarns relying on a culture committed to innovation and continual improvement. This culture encourages research and development to provide customers with cotton yarns that satisfy the needs of future market conditions.

Furthermore, we have established long-term relationships with our stakeholders and demonstrated our commitment to environmental protection. We are committed to creating real value for people and the environment in order to ensure our company's long-term success.

OUR CORPORATE PHILOSOPHY

Our corporate philosophy focuses on continuous improvement and adding value, ensuring we deliver top-notch quality and ethical practices. We are dedicated to exceeding customer expectations through constant feedback and refinement.



**Business Integrity
& Ethics**



**Global Quality
Standards**



**Continuous Improvement
and Value additions**



**Customer
Satisfaction**

FINANCIAL HIGHLIGHTS

₹ 1,08,759 Lacs
Highest ever
Consolidated revenue

₹ 4524.23 Lacs
Consolidated EBITDA

₹ 35,665 Lacs
Market Capitalisation*

NON-FINANCIAL HIGHLIGHTS

2009
Total Permanent Employee

24.43%
Female Workers

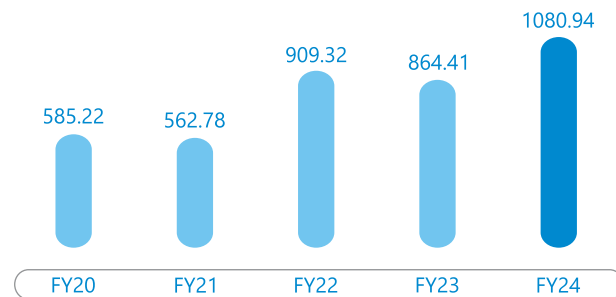
21%
Consumption from
RenewableEnergy

* As on 31st March, 2024 at BSE

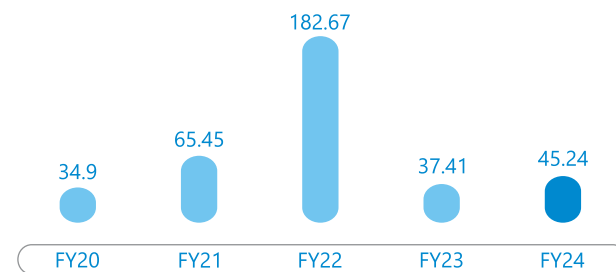
Key performance Indicators

FINANCIAL METRICS

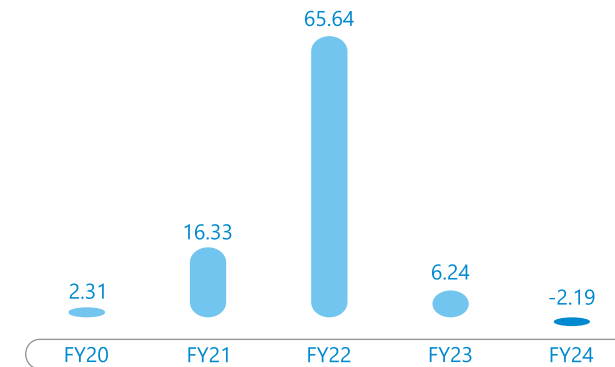
Revenue from operations (₹ in Crore)



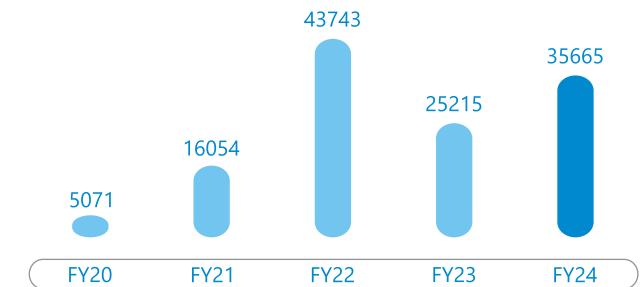
EBITDA (₹ in Crore)



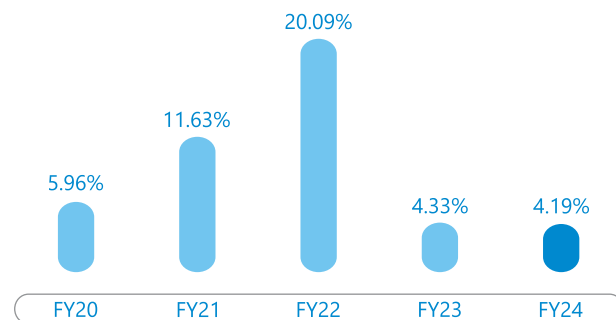
Earnings per share (Basis) (₹)



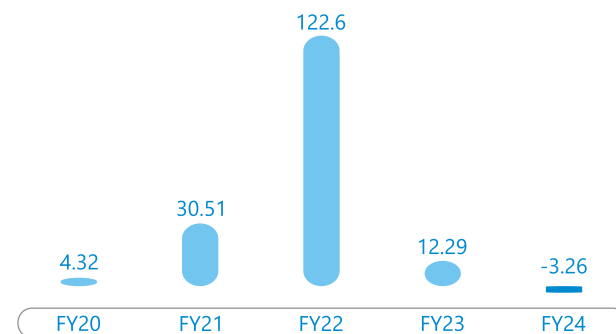
Market Capitalisation



EBITDA Margin (₹ in Crore)

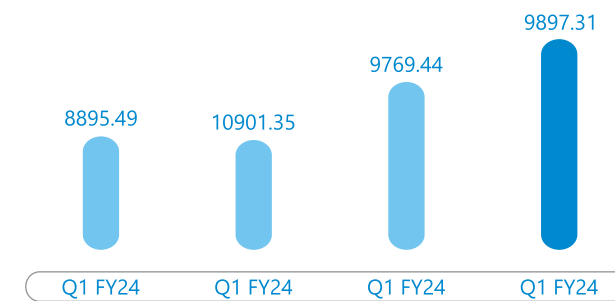


PAT after Minorities, Associates and JVs

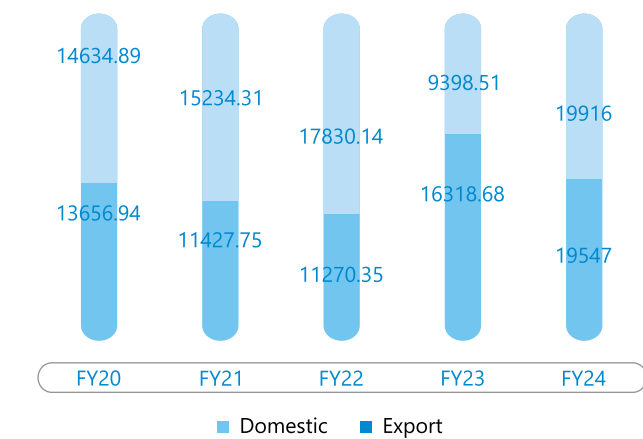


KEY OPERATING METRICS

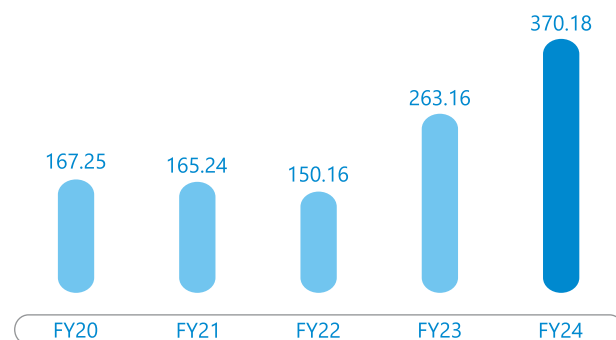
Sales Volumes- Product wise (MT)



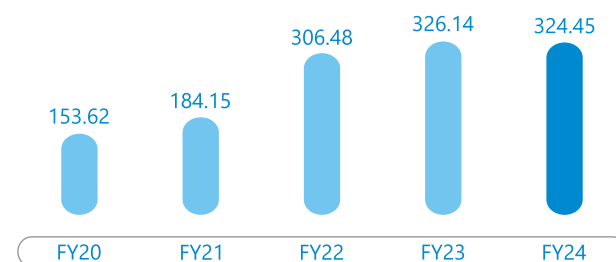
Sales Volume (MT)



Net Debt / (Cash) (₹ in Crore)

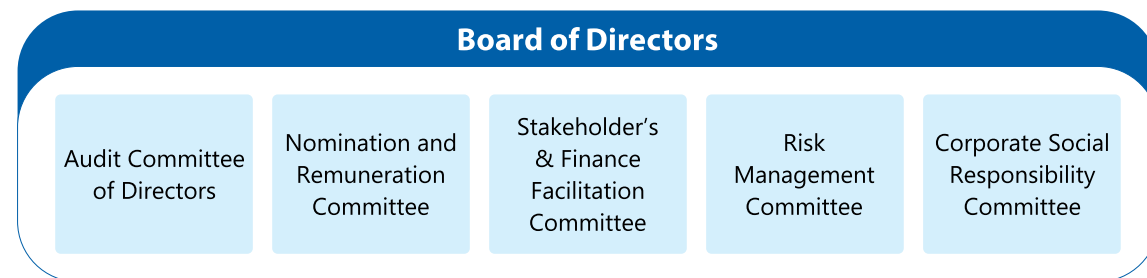


Net worth (₹ in Crore)



Our Approach to Corporate Governance

At DCM Nouvelle, we prioritize the balance of profitability and accountability to our stakeholders. Our corporate governance framework encourages ethical practices throughout the organization, while open communication ensures effective stakeholder engagement.



Core Principles of Corporate Governance

- Accountability
- Independence
- Integrity
- Social Responsibility
- Transparency
- Regulatory Compliances

Our Approach

Business Value Ethics		
Code of Conduct for Board Members and Senior Management	Policies	Systems and Standards
Establishes the guiding principles for adherence across the organisation	Ensures alignment with regulatory requirements, commitments, and stakeholder expectations	Internal directives that shape daily operations

BOARD'S RESPONSIBILITY

The Board is essential for overseeing operations and making key decisions on risk management, financial matters, and compliance. By focusing on transparency and ethics, the Board builds trust with stakeholders and supports overall value creation. We also emphasize our commitment to diversity and fairness by ensuring inclusive representation at all levels of governance through our different Board Policy.

BOARD EXPERTISE

Our Board of Directors brings extensive expertise from various fields, which helps guide our Company toward long-term success. Their combined knowledge allows us to handle complex challenges, spot and address risks, seize opportunities, and make informed decisions based on data. Their dedication to understanding industry trends and adopting best practices reflects our commitment to responsible business practices

OUR POLICIES & CODE

At DCM Nouvelle Limited, we recognize the importance of incorporating Environmental, Social, and Governance (ESG) factors into our decision-making process. We believe in implementing robust policies and practices that reflect our commitment to responsible business practices. We regularly review and update our strategies to align with the dynamic business environment and changing consumer needs. Our policies provide clear guidance to employees on ethical and behavioural standards that uphold our organizational values. Compliance with these policies is mandatory for all employees, and we also actively encourage other stakeholders to adopt and follow the same standards.

- Nomination and Remuneration Policy
 - Corporate Social Responsibility Policy
 - Social Accounting Policy
 - Sourcing Policy
 - Safety, Health, and Environment Policy (SHE)
 - Policy on Criteria for Determining Materiality of Events
 - Dividend Distribution Policy
 - Prevention of Sexual Harassment Policy at Workplace
- Further details on our policies can be accessed at Annexure-A to the Boards' Report

BOARD COMPETENCIES

- Corporate governance & ESG
- Financial expertise
- Industry & sector experience
- Personal
- Technical
- Global experiences
- Behavioral
- Risk management

Shaping our growth



Dr. Meenakshi Nayar
Chairperson & Independent Director

QUALIFICATIONS

She holds a master's degree in Psychology from M.S. University, Vadodara, and an FPM (Ph.D.) in Organizational Behavior from IIM Ahmedabad

Age: 71
DIN: 06866256
Director Since 23.04.2019

Skills and Competence



M M M M I



Mr. Hemant Bharat Ram
Managing Director

QUALIFICATIONS

He holds a bachelor's degree in Mathematics and Computer Science and an MBA, both from Carnegie Mellon University, USA

Age: 58
DIN: 00150933
Director Since 17.10.2016

Skills and Competence



C C NE



Dr. Vinay Bharat Ram
Whole Time Director

QUALIFICATIONS

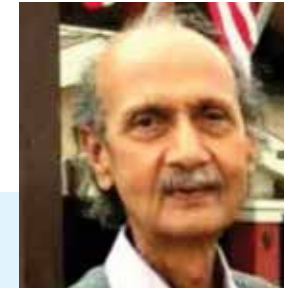
He holds a Ph.D. in Economics from the University of Delhi.

Age: 88
DIN: 00052826
Director Since 01.10.2019

Skills and Competence



NE



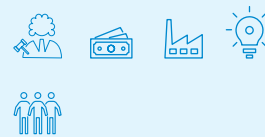
Mr. Jitendra Tuli
Non Executive Director

QUALIFICATIONS

He holds PG Diploma from London School of Journalism.He is also a Graduate from Shriram College of Commerce in Commerce.

Age: 85
DIN: 00272930
Director Since 23.04.2019

Skills and Competence



M C N



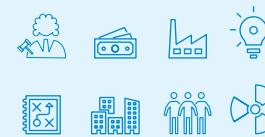
Mr. Rakesh Goel
Non Executive Director

QUALIFICATIONS

He holds an MBA from Punjab Agricultural University.

Age: 67
DIN: 00226058
Director Since 01.04.2019

Skills and Competence



M M M M N



Mr. Kulbir Singh
Independent Director

QUALIFICATIONS

He Holds an honours degree in economics St. Joseph's College, Darjeeling.

Age: 77
DIN: 00204829
Director Since 01.04.2021

Skills and Competence



C I



Mr. Vivek Chhachhi
Independent Director

QUALIFICATIONS

He Holds Master's degree in Management Studies from the Jamnalal Bajaj Institute of Management Studies, University of Mumbai and a B.Sc. degree in Computer Science from St. Stephen's College, Delhi University.

Age: 53
DIN: 00496620
Director Since 01.04.2021

Skills and Competence



M C M M I

I Independent, Non-Executive Director

N Non-Independent, Non-Executive Director

NE Non-Independent, Executive Director

- A** Audit Committee
- N** Nomination and Remuneration Committee
- S** Stakeholders' Finance Facilitation Committee
- C** Corporate Social Responsibility Committee
- R** Risk Management Committee

Board Committees

C Chairman

M Member

Governance Indicators

BOARD COMPOSITION

70 Years
Average Age

4 Years
Average tenure

BOARD DEMOGRAPHICS

Highly-engaged Board actively involved in DCMNVL's strategic transformation

Overall attendance rate at Board and Board Committee Meetings

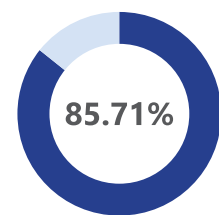
5
Board Meetings

100%
Committee Attendance

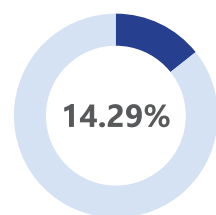
12
Committee Meetings

100%
Board Attendance

GENDER DIVERSITY



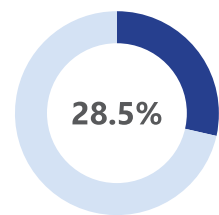
Men



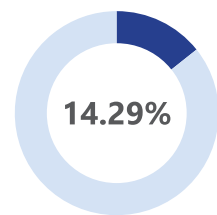
Women

AGE DIVERSITY

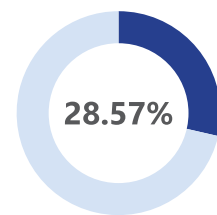
Below 50 Years - Nil



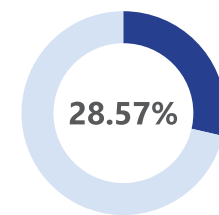
50-59 Years -2



60-69 Years-1



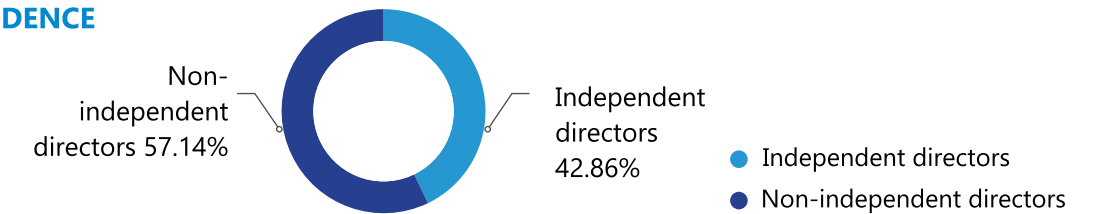
70-79 Years-2



80-89 Years-2

BOARD OF INDEPENDENCE

3 of 7
Directors are independent



AUDIT COMMITTEE INDEPENDENCE



NOMINATION & REMUNERATION COMMITTEE INDEPENDENCE



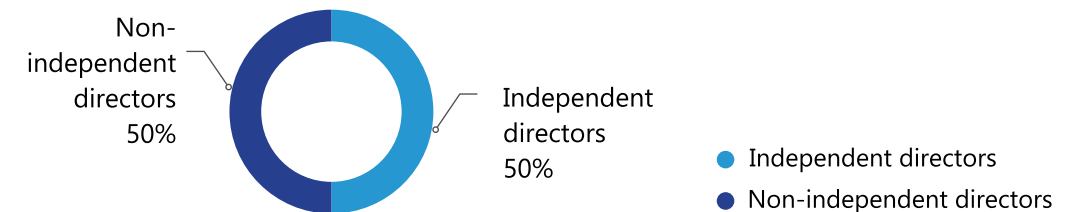
RISK MANAGEMENT COMMITTEE -INDEPENDENCE



CORPORATE SOCIAL RESPONSIBILITIES COMMITTEE-INDEPENDENCE



STAKEHOLDERS' FINANCE FACILITATION COMMITTEE



Number of Committee Meetings Held					
AC	RMC	SRFC	CSR	NRC	Total
4	3	1	1	3	12

An Expanding Product Portfolio Serving Customers' Needs



PRIMERO

Main Feature:

The fabric knitted with Primero quality yarn have controlled contamination level suitable for bleach & light shades.



DINERO

Main feature:

The fabric knitted with Dinero quality yarn has exceptional uniformity i.e., less mass deviation rate (MDR)



CCY

Main Feature:

is contamination controlled 100% cotton combed knitting yarn.



FUTURO

Main feature:

Premium 100% Cotton Combed Compact Yarn



BCI YARNS

Better Cotton for All



ORGANIC YARN

GOTS defines high-level environmental criteria along the entire organic textiles supply chain and requires compliance with social criteria as well.



SLUB YARN

Ensure our products and processes are free of dangerous chemicals including lead & pesticides.

Our growing footprint

INTERNATIONAL LOCATIONS:

- 1 Poland
- 2 Spain
- 3 Belgium
- 4 Germany
- 5 Portugal
- 6 Ukraine
- 7 Turkey
- 8 Egypt
- 9 Mauritius
- 10 Madagascar
- 11 South Africa
- 12 Guatemala
- 13 Dominican Republic
- 14 Panama
- 15 Colombia
- 16 Peru
- 17 Brazil
- 18 Chile
- 19 Argentina
- 20 South Korea
- 21 China

- 22 Hong Kong
- 23 Taiwan
- 24 Vietnam
- 25 Philippines
- 26 Bangladesh
- 27 Thailand
- 28 Malaysia
- 29 Singapore
- 30 Sri Lanka

NAME OF THE STATION:

- | | |
|-------------|--------------------|
| 1 Amritsar | 12 Kashipur |
| 2 Ludhiana | 13 Silvassa |
| 3 Panipat | 14 Kolhapur |
| 4 Meerut | 15 Ichalkaranji |
| 5 Delhi/NCR | 16 Malegaon |
| 6 Kanpur | 17 Anjar (Gujarat) |
| 7 Jaipur | 18 Kolkata |
| 8 Bhilwara | 19 Saharanpur |
| 9 Ahmedabad | 20 Bhiwandi (Mh) |
| 10 Tirupur | 21 Budhni (MP) |
| 11 Mumbai | |

Message from the Chairperson

Dear Shareholders,

In the financial year 2023-24, DCM Nouvelle Limited (DCMNVL) achieved significant milestones. I am pleased to report that the past year has been a period of remarkable growth and prosperity for our organization. Despite the challenging global economic landscape, we have remained resilient, adaptable, and focused on our strategic objectives. This dedication has enabled us to navigate uncertainties and emerge even stronger.

We are confident that our achievements are closely tied to the success of our stakeholders. Our commitment to creating shared value and nurturing enduring relationships with our valued customers, dedicated employees, supportive communities, and esteemed shareholders remains steadfast. DCMNVL will continue to prioritize the needs of all our stakeholders, striving to exceed expectations and make a meaningful contribution to society.



Dr. Meenakshi Nayar
Chairperson & Independent Director



Our Greenfield project, launched and commissioned in record time, is now generating revenue, and adding a new milestone to our company's journey.

IDEA TO EXECUTION

In line with our commitment to continuous growth, we have successfully expanded into new markets and diversified our product offerings through our subsidiary, DCM Nouvelle Specialty Chemicals Limited (DCMSCL). This year, we commissioned a new manufacturing facility for DCMSCL in record time. This achievement not only marked a significant milestone for the company but also began generating revenue almost immediately. The swift completion and operational start of the plant highlight our commitment to efficiency and growth, reinforcing our market position and setting a new benchmark for future projects.

FINANCIAL PERFORMANCE

In FY 2024, your company maintained strong performance. I am delighted to report that we achieved annual revenues of ₹1,08,759 lakhs, reflecting a 24.97% increase over the previous year. Our order book for FY 2024 reached an all-time high, supported by robust client relationships and engagement. Capacity utilization across all plants was 97.81%, and the company's total solar capacity reached at 16.855 MWp.

SUSTAINABILITY AND CORPORATE RESPONSIBILITY

At DCM Nouvelle Limited, sustainable development is built on responsible business practices. We uphold ethical standards, promote fair trade, and ensure transparency and accountability across all our operations. Acknowledging the global focus on Environmental, Social, and Governance (ESG) criteria, we are committed to optimizing resource use and reducing carbon emissions. Our comprehensive strategy includes efficient resource management, sustainable practices, energy-efficient technologies, streamlined production processes, and waste reduction.

We sincerely thank our partners for their unwavering support, our employees for their commitment, and our shareholders for their trust. Together, we have achieved remarkable milestones, strengthened our relationships, and advanced towards our common goals. We are committed to providing value, driving innovation, and maintaining integrity as we move forward with excitement and confidence.

OUR PEOPLE

At DCMNVL, we are committed to ensuring a safe and healthy workplace for our employees. We prioritize their development by investing in training programs, mentorship, and performance reviews to support career growth and skill enhancement. We also foster engagement through team-building activities and recognition programs and are determent to creating a diverse and inclusive culture with equal opportunities for all.

WAY FORWARD

In recent years, we have established our company as a model of excellence, competitiveness, and customer focus. Our commitment to quality has made us a leading global cotton yarn manufacturer. Looking ahead, we are excited to explore new opportunities in the textile and chemical industries.

In conclusion, I extend my deepest gratitude to each of you, our valued shareholders, for your continued trust, support, and confidence in our organization. Together, we have achieved remarkable milestones, and I am excited about the prospects that lie ahead. Rest assured, we will remain steadfast in our pursuit of excellence, continually striving to exceed expectations and deliver sustainable growth.

Joint Message from Managing Director and Chief Executive Officer

Dear Shareholders,

We are proud to report another successful year for DCM Nouvelle as a leading cotton yarn producer. As we enter the next phase of our growth, dedicated to creating value for everyone involved, We want to extend our heartfelt thanks to each of you. Your hard work is essential to our success and helps us build a forward-thinking organization that supports India's progress.

It is a privilege to write to you as we mark five years since our listing in July 2019. Over these five years, our company's revenue has grown at a compound annual growth rate of over 10.12% each year.

We ended FY 2024 on a high note, with revenue reaching 1089 crore—our highest ever—reflecting a growth of 25.11% over the previous year. Despite challenges from macroeconomic uncertainties and geopolitical volatility in major markets, demand for our products remained strong. Profit was impacted by high cotton commodity prices during the year. I sincerely appreciate the team's resilience, dedication, and exceptional efforts in overcoming these unprecedented challenges.



Mr. Hemant Bharat Ram
Managing Director



Vivek Kaushal
Chief Executive Officer



We ended the financial year 2024 on a high note, achieving the highest ever revenue and a significant improvement in the company's sales volume. Our new chemical plant has been commissioned and has received a positive market response.

Key Achievements during the year

- The company has achieved its highest-ever turnover, reflecting a growth of 25.11% over the previous year.
- Sales Volume improved this year.
- A new chemical plant was commissioned in record time, and revenue generation has begun. We have also seen strong interest in new chemical products and have received orders for them.

Greater Governance

At DCM Nouvelle, we are committed to ethical and transparent business practices. Our governance framework addresses sustainability risks and opportunities and aligns with robust disclosure standards under the board's guidance. The DCMNVL Code of Conduct serves as a guide for all employee behavior.

We embed the highest standards of governance in our operations with a holistic compliance framework and integrated governance structure. This approach fosters a strong commitment to Environment, Social, and Governance (ESG) standards, promoting transparency and accountability.

Sustainability

We also enhancing our commitment to renewable energy. Our solar power initiatives have significantly expanded, increasing our solar capacity, and contributing to a reduction in overall carbon emissions. This growth supports our goal of integrating more sustainable energy solutions into our operations.

In addition, we are focused on strengthening our relationships with micro, small, and medium enterprises (MSMEs). By increasing business opportunities and forging partnerships with MSMEs, we are helping to stimulate local economies and foster innovation. Our support includes providing access to resources, facilitating collaboration, and integrating MSMEs into our supply chain, which drives mutual growth and contributes to a more resilient business ecosystem.

Through H.T.M Educational Society, we support various social programs that benefit local communities and contribute to education, health, sustainable livelihoods, and community development.

Looking Ahead

Over the past years, we have established our company as a model of excellence, competitiveness, and customer focus. Our commitment to quality has earned us global recognition as a premier cotton yarn manufacturer. Moving forward, we are excited to explore new opportunities in the textile and chemical industries.

We extend our heartfelt gratitude to our esteemed colleagues on the Board for their support and guidance, which has been instrumental in our success.

We also want to express my sincere appreciation to our exceptional management team, dedicated staff, and reliable suppliers for their tireless efforts and commitment to excellence. Above all, We are deeply grateful to our stakeholders for their continued trust and invaluable contributions. Your consistent support is crucial as we pursue further growth and innovation.

Let us continue to work together, striving for excellence and shaping the future of DCM Nouvelle.

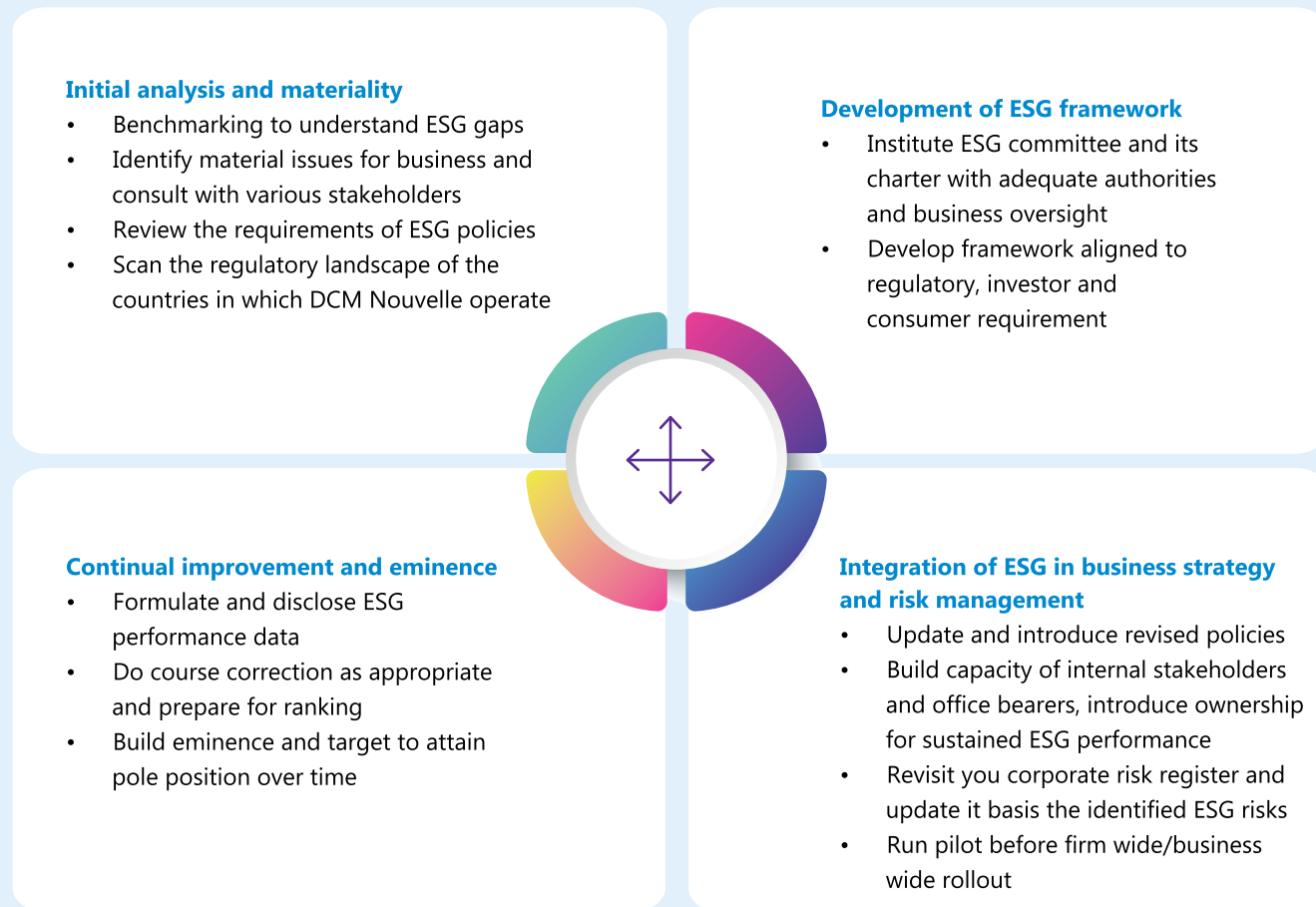
ESG roadmap

Making responsible choices

As a socially and environmentally responsible company, DCM Nouvelle is dedicated to sustainable growth and creating long-term value for all stakeholders. We go beyond basic disclosure and regulatory requirements to provide value to our employees, customers, suppliers, partners, shareholders, and society. We are developing a strong ESG framework that aligns with global standards and will guide us in implementing sustainable business practices.



Initiated ESG framework development project..



Process overview



Focus areas



Stakeholder Engagement

DCMNVL's business primarily involves the manufacturing of cotton yarn. In alignment with these activities, the Company has identified the following key stakeholders and communication channels:

Regulatory bodies

As a responsible business, we prioritize activities that benefit the environment. The government plays a critical role in shaping policy development, which significantly affects the ease of doing business and influences the overall business environment.

- Quarterly results
 - Annual Report
 - Stock Exchange filings
 - Issue-specific meetings
 - Representations
-
- As and when required
-
- Compliance requirements
 - Upcoming rules and regulations
 - Industry representation on key Matters

Customers

Customers are important for revenue generation and improving products through feedback.

- Website, toll-free number
 - Meetings and interactions
 - Client satisfaction surveys and feedback
 - Grievance redressal
-
- As and when required, satisfaction surveys
-
- Product innovation and life-cycle efficiency
 - Resolution of Customer Complaints
 - Quality and Safety
 - New products offerings

Employees and Workforce

Human capital is essential to the Company's operations. With approximately 2,000 employees at our manufacturing plants, their contributions are crucial to our sustained growth and performance. Therefore, effectively managing, developing, and ensuring the well-being of our workforce is vital for the Company's ongoing journey of value creation

- Employee forums, Training and development programmes.
 - Circulars and messages
 - Online in-house magazines, and newsletters
 - Employee satisfaction and Feedback forms
-
- As and when required
-
- Career growth prospects
 - Learning and development programs
 - Trainings Rewards and Recognition
 - Occupational Health and Safety
 - Grievance redressal mechanism
 - Ethics and transparency
 - Total Quality Management
 - IT enablement & digitisation
 - Employee-oriented work policies

Suppliers

Businesses rely heavily on supply chain partners for sourcing essential materials, and other raw materials, as well as for logistics and services. At DCMNVL, our supply chain is extensive and intricate. The Company recognizes that supply chain partners are vital for responsible sourcing, maintaining quality and standards, adhering to human rights, and upholding ethical business practices.

- Regular vendor and supplier meet
 - Grievance redressal mechanism
 - Contract related meetings
-
- As and when required for large suppliers & MSMEs
-
- Business opportunities, quality, and safety of raw materials
 - Materials management
 - Issues faced by Company/suppliers

Communities and NGO Partners

DCMNVL is dedicated to fostering socio-economic development in the communities surrounding its operations as well as in underserved regions. Our approach includes assessing needs, developing, executing, and often handing over projects to local communities.

- Direct engagement and/or through NGO partners
 - Implementing CSR projects
 - Grievance redressal
 - Need Assessments
 - Community visits
 - Meetings with community representatives
 - Impact Assessment Studies
-
- Quarterly meet with NGO Partners

Shareholders

Shareholders and investors play a crucial role in the Company's growth by providing essential financial resources and influencing its direction through their approval or disapproval of company plans (via voting, feedback, and concerns). The Company actively engages with them to share its strategic plans, shape future directions, and address any issues or concerns they may have.

- Website
 - Press releases
 - Dedicated email ID and toll-free number
 - Quarterly results
 - Annual Report (BRSR, Financial disclosure)
 - Annual General Meeting (Shareholders' Interaction)
 - Stock Exchange filings
-
- As and when required, quarterly investor meets
-
- Financial and non-financial performance
 - Corporate governance, Ethics, and value.
 - Corporate social responsibility

Legend :

- █ Channel of Communications
- █ Frequency of Engagement
- █ Their Material issues



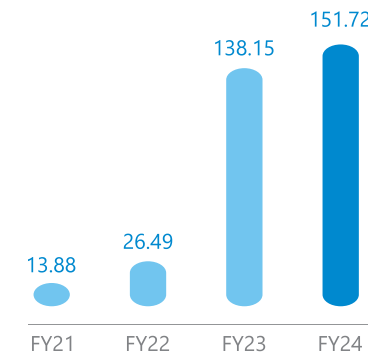
Living up to our social responsibility

For us, acting responsibly and giving back to society are an inalienable part of our business conduct. We believe promoting inclusive development and supporting our communities will go a long way in ensuring our efficacy to create shared value.

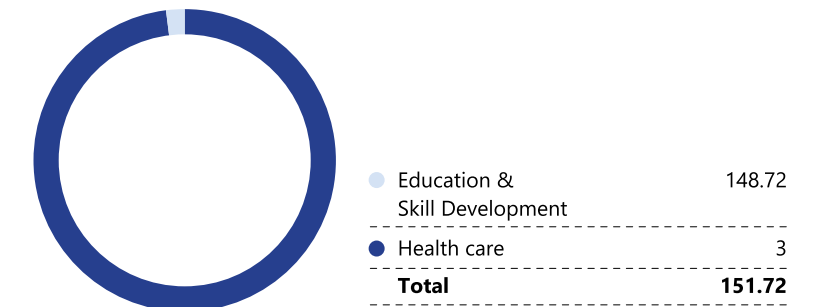
DCM Nouvelle's Corporate Social Responsibility (CSR) initiatives focus on access to good education and the employability of youth and women through skills building, training in entrepreneurship and addressal of development concerns that are of priority to communities.

DCM Nouvelle's in-house CSR team puts our CSR priorities into action, employing a participatory approach involving end recipients, employee volunteers and partner NGOs.

CSR spend (Rs. in Lacs)



Activity-wise CSR expenditure (Rs. in Lacs)



EDUCATION

We maintain H.T.M. High School, which operates under the H.T.M. Educational Society, registered in Hisar. The Ministry of Corporate Affairs has assigned CSR Registration No. CSR00015865 to us, making H.T.M. a viable partner for companies interested in CSR activities. We are committed to providing necessities to underserved communities and offer vocational and IT-related courses. Our programs are designed to help individuals become self-sustainable and improve their economic well-being.



SCHOOL INFRASTRUCTURE

We have completed a comprehensive renovation of the entire H.T.M. High School premises. This renovation involved upgrading and modernizing various aspects of the school, including classrooms, administrative areas, and common spaces. We have refurbished the infrastructure to improve safety, functionality, and aesthetics. Additionally, we updated facilities and equipment to create a more conducive learning environment, ensuring that students and staff benefit from a refreshed and enhanced educational setting.



We have introduced a modern computer lab at H.T.M. High School, equipped with the latest technology to enhance students' digital skills. This new facility supports various IT-related activities and helps prepare students for future technological challenges.

HEALTH CARE

The company is committed to improving healthcare for underprivileged caddies by providing free medical check-ups, treatments, and essential support.

Sustainability

Preparing for a low-carbon future

We are deeply committed to environmental sustainability and focus on actions that help create a greener planet. We actively seek out eco-friendly practices, materials, and technologies to reduce our environmental impact. Our goal is to make choices that support sustainability, preserve the environment for future generations, and contribute to a more sustainable world.

To reduce our carbon footprint, we have adopted energy-efficient solutions. In the financial year 2023-24, the share of total consumption from renewable sources stands at 21%, and our total solar power capacity is 16.855 MWp

Bio Diversity Tree Plantation

In FY 2023-24, DCM Nouvelle planted a substantial number of saplings to enhance green cover, improve air quality, and support environmental sustainability.



Rock Garden:

The company has also developed a rock garden using recycled materials. This project transforms waste into a creative and sustainable landscape feature, highlighting our commitment to environmental responsibility and recycling.



Energy Awards:

The company received an award for its outstanding achievements in energy efficiency. This recognition underscores our commitment to sustainable practices and effective energy management



Risk Management Navigating the Uncertain

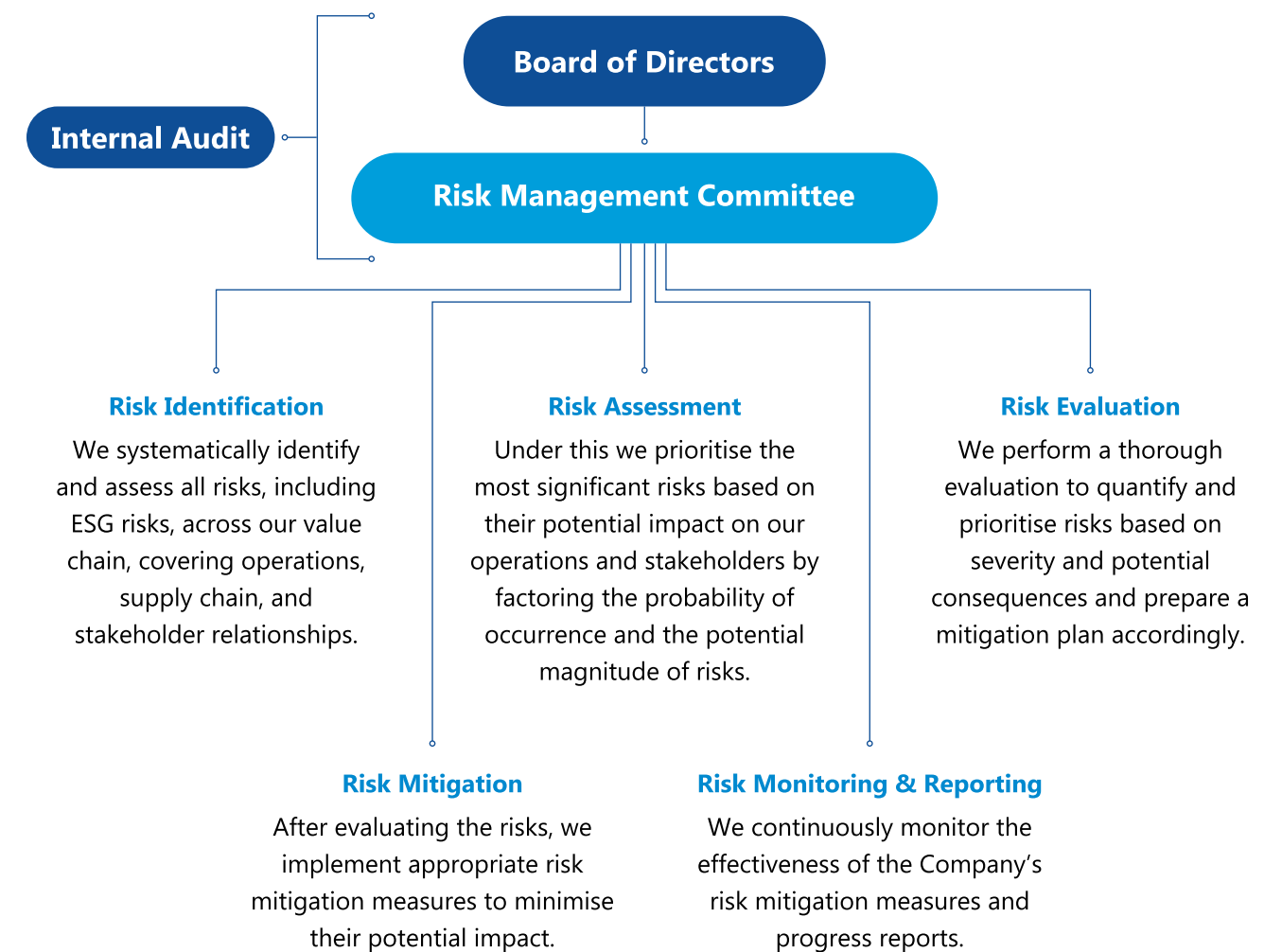
In today's business world, managing risks, including ESG factors, is crucial. Investors, customers, and regulators expect greater transparency and accountability. DCM Nouvelle is committed to creating sustainable value by integrating ESG considerations into our operations.

We have a strong risk assessment strategy to identify and address potential risks, including those related to

ESG. Our Risk Management Committee (RMC) oversees this process, regularly reviewing and improving our approach.

Each department helps identify risks and propose solutions. We assess risks based on their likelihood and impact, then create and monitor plans to minimize them, adapting as needed to manage new challenges effectively.

Risk Management Process



Building value across dimensions



Financial capital

₹ **108759** Lacs Revenue
 ₹ **4524.23** Lacs EBITDA
 ₹ **32445** Lacs Net Worth



Social & Relationship Capital

₹ **151.72** Lacs Total CSR Spend
 ₹ **46.33%** Material procured locally
 ₹ **68.76%** Input material sourced from MSME



Manufactured capital

157872 Total Spindle Capacity
16.855 MWp Total Solar Power Capacity
97.81% Capacity Utilisation



Natural capital

50.6 Hectare of area of Greenery
5500 Number of Saplings Planted



Human capital

2009 Number of Employees
39,439 Number of Training Manhours
24.43% Female workforce



Intellectual capital

Intellectual Capital
 Intellectual Capital encompasses our industry expertise, experience, innovation capabilities, and adaptability to new technologies. This valuable resource enables us to achieve operational excellence, embrace modern business practices, and prepare for future challenges and opportunities.

FY 2024 in Brief

Commissioning of Chemical Plants of the subsidiary

DCM Nouvelle Specialty Chemicals Limited

During the FY 2023-24, DCM SCL completed the commissioning of Chemical plant situated at Ujjain, Madhya Pradesh. This state-of-the-art facility is expected to cater to the rising demand for the Company's new products.

During the FY 2023-24, DCM SCL has commenced its commercial production for the products Benzylamine (BA) and Dibenzylamine (DBA).

DCM SCL has also identified the some new products in Phase- II, the evaluation of which is underway.

During the FY 2023-24, DCM SCL also raised Rs. 29.00 Crore from its existing shareholder and Rs. 28.94 Crore as Secured Long Term Debt from the Company at 10.25 % p.a.



Plant Visit

On April 01, 2024, the Company organized a plant visit for the board of directors. This visit provided an opportunity for the board members to tour a plant. During the visit, the board members had the chance to observe the operations, processes, and infrastructure of the plant firsthand.

During the tour, the board was given a brief overview of the machinery and manufacturing processes. The unit heads described the various stages of cotton yarn production, emphasizing the new plant's efficiency, technology, and quality standards.



School Visit

On April 1, 2024, the company arranged a visit to the school for the Board of Directors. This visit provided an opportunity for the board members to explore the school's facilities and see firsthand how CSR funds are utilized. During the tour, they were given an overview of the school's infrastructure, educational programs, and recent improvements funded by CSR contributions. The staff highlighted how these investments have enhanced the learning environment and supported the school's mission.



Inauguration ceremony of Rock Garden.

The company held an inauguration ceremony for a new Rock Garden, which was developed by our staff using eco-friendly materials made entirely from recycled items. This event showcased our commitment to sustainability and creative reuse. During the ceremony, we celebrated the team's efforts in transforming recycled materials into a beautiful and environmentally responsible landscape feature.



Management Discussions and Analysis Report

Economic Review

GLOBAL ECONOMY:

“Global GDP forecast unchanged as growth expectations stabilize”

With latest economic outlook (April, 2024) indicates a different trend compared to the previous forecast. The baseline forecast for global GDP growth is projected to continue at 3.2 percent in both 2024 and 2025, maintaining the same pace as in 2023.

In terms of advanced economies, growth forecast for the **Mature Economies** ticked up 0.1% to 1.5% for this year, while 2025 unchanged at 1.6%. Following a growth rate of 1.5% in 2023, the expansion rate in mature economies is stabilizing well below the 2.1% GDP growth average in the pre-pandemic decade. The scenario regarding global growth and advanced economy performance in 2023 has evolved positively compared to the previous forecast. Global growth is now projected to remain steady at 3.2 percent in 2023, with no significant decline to 2.5 percent as previously suggested. Additionally, advanced economies are expected to maintain a growth rate of 1.6 percent in 2023, indicating a more stable performance

without falling below 1 percent. The tight monetary policy triggered by inflation concerns in advanced economies has been managed effectively, avoiding a shortage of money supply and demand contraction.

‘Our forecast for growth in Emerging and Developing Economies is also settling around a more stable trend’

Overall GDP growth in Emerging and Developing Economies is expected to look more stable in the next two years. Following last year’s 4.5% pace, we forecast 4.3% real GDP growth for this year and 2025.

After significantly upgrading our China and India forecasts in March, our projections for developing Asia remained unchanged this month. As China is experiencing resurgence in its economy as it reopens and addresses supply-chain challenges. Being a significant importer from Asia and other regions, China’s economic recovery is expected to have favorable effects on surrounding economies. Nevertheless, as China also exports a considerable portion of its goods to advanced economies, any slowdown in these regions could

dampen the positive ripple effects on the rest of Asia. This interplay underscores the importance of considering the evolving dynamics of China’s economic performance and its global trade relationships in shaping regional economic outcomes. But, we still forecast a moderate downward trend in real GDP growth from last year’s 5.6% rate to 5.2% in 2024 and 4.9% in 2025.

We still believe China will undershoot the government’s “around 5%” growth target this year and resume the gradual slowdown in annual growth rates that was underway before the pandemic. Meanwhile, robust economic data in the first quarter supported the major upward revision to our India forecasts last month. That allowed us to leave our forecasts unchanged at 7.1% for 2024 and 6.4% in 2025. Finally, with no changes in growth expectations for Asia’s two largest economies, estimates for the ASEAN Economies also remained unchanged at 3.5% for this year and 3.6% in 2025.

As per the latest IMF economic outlook in April 2024, the projections for China’s growth have been revised. China’s growth is now forecasted to be 5.2% in 2023 and 4.4% in 2024, reflecting a slight adjustment from the previous estimates. On the other hand, India’s growth outlook has been updated to 5.9% in 2023 and 6.2% in 2024, showing a more optimistic trajectory compared to the previous forecast. Global inflation is expected to decrease from 8.7% in 2022 to 6.9% in 2023 and around 5.8% in 2024, with a notable decline attributed to lower energy and commodity prices in regions like the United States, Euro Area, and Latin America. Despite these improvements, the global economic outlook continues to carry downside risks for the next few years. According to the WTO, world merchandise trade volume is projected to grow by 1.7% in 2023 before accelerating to 3.2% in 2024, indicating a positive trend compared to the lower-than-expected trade growth of 2.7% in 2022.

INDIAN ECONOMY OUTLOOK:

“At 6.8%, India to stay the fastest-growing large economy”

Despite the global economic slowdown, India’s economy has continued to grow robustly, driven primarily by strong domestic consumption. The World Economic Situation and Prospects as of mid-2024, “India’s economy is forecast to expand by 6.9% in 2024 and 6.6% in 2025, mainly driven by strong public investment and resilient private consumption. In the outlook, an increasing trend of multinationals extending their manufacturing processes into India to diversify their supply chains will also have a positive impact on Indian Exports, while moderating commodity prices will be beneficial to the country. The Central Government’s infrastructure push under the Prime Minister’s Gati Shakti initiative, logistics development, and industrial corridor development are expected to significantly enhance industrial competitiveness and boost future growth. Improving labor market conditions will also drive growth in private consumption. The Central Government’s commitment to increase capital expenditure in FY24 is likely to support domestic demand. However, the Indian economy’s integration with the global economy may expose it to headwinds due to sluggish exports.

Merchandise exports have increased to USD 453.12 billion in FY24 from USD 422 billion in FY23, with growth forecasted to improve in FY25 due to the positive impact of production-linked incentive schemes and efforts to improve the business environment, such as streamlined labor regulations, improved performance in electronics, and other areas of manufacturing.

Retail inflation has decreased to 5.45% in March 2024 from 6.95% in March 2023 and is projected to hover around 5%-5.5% in FY25. This has led to a decline in interest rates, making it a favorable environment for economic growth.



Management Discussion and Analysis Financial Performance

Despite the challenging macro environment, FY 2023-24 was a momentous year for DCM Nouvelle. We have achieved various milestones and constantly demonstrated consistent growth.



Sandeep Kumar Jain
Chief Financial Officer(KMP)

Our business is focused and serves only two manufacturing sectors: textiles and chemicals. The textile segment is particularly important, significantly contributing to our overall revenue. Through strategic capital allocation, a strong balance sheet, and steady cash flow generation, we maintain a good credit rating for our company.

Our Greenfield project was commissioned in record time and has begun generating revenue. This year, we successfully launched the production of Specialty Chemicals at our new facility and received a positive response from the market. Our diversification strategy has proven effective, and we expect even greater success in the coming years as we continue to scale up our new businesses.



₹1,08,759 Lacs

Highest-ever consolidated revenue

₹4524.23 Lacs

Consolidated EBITDA stood

Up 53.45% YoY

Sale Volume



Hemant Bharat Ram
Managing Director(KMP)



Vivek Kaushal
Chief Executive Officer(KMP)



Sandeep Kumar Jain
Chief Financial Officer(KMP)



Mohd. Sagir
Company Secretary &
Compliance Officer(KMP)

Consolidated Financial Performance Revenue

The consolidated revenue has crossed its highest ever levels, up by 24.97 % YoY to 1,08,759 Lacs in FY 2023-24 compared to 87,024 Lacs in FY 2022-23. The growth in consolidated revenue was largely driven by Textiles Segment.

Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)

Consolidated EBITDA was higher by 20.94% to 4,524.23 Lacs in FY 2023-24 compared to 3,740.77 Lacs in FY 2022-23. The improvement in annual performance was majorly driven by textile segment. like-to-like EBITDA growth stood at 20.94% YoY.

Finance Cost

The finance cost increased to 2,517 Lacs in FY 2023-24 from 622 Lacs in FY 2022-23 on account of higher borrowings due to growth capex. The consolidated Gross debt stood higher by 40.73 % at 37,161.30 Lacs as on 31st March 2024 compared to 26,406.84 Lacs as on 31st March 2023.

Depreciation

Increased capacities in Textiles and Chemicals business resulted 130.69% YoY increase in depreciation to 2311 Lacs in FY 2023-24 compared to 1001 Lacs in FY 2022-23.

Profit After Tax (PAT)

Profit after Tax (after exceptional items) attributable to the owners of the Company was at Rs (326.37) Lacs in FY 2023-24 compared to Rs.1,228.81 Lacs in FY 2022-23. Adjusted PAT for the year was Rs. (326.37) Lacs, down by 121.43% YoY. Adjusted PAT (owner's share) is before exceptional items, discontinuing operations and tax writebacks in the respective periods for like-to-like comparison.

Standalone Financial Performance Revenue

For FY 2023-24, revenue stood at 1088.94 crore higher by 25.11% compared to 870.33 crore in FY 2022-23. Cotton yarn business achieved highest-ever sales volumes for the year at 39463 MT (up 53.42% YoY). However, the volatility in cotton prices and reduction from exceptional high levels experienced last year impacted realisations.

Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)

Operating Profit (EBITDA) for the year FY 2023-24 stood at 4,984.77 Lacs compared to 3,993.26 Lacs for FY 2022-23. Cotton Yarn business EBITDA grew by 24.83 % which was completely offset by de-growth of 29% YoY in Chemicals businesses

Finance Cost

Finance cost for FY 2023-24 was higher by 307.38% to 2511 Lacs compared to 616 Lacs in FY 2022-23. Capex in textile business resulted increase in gross debt to 37,091.83 crore as on 31st March 2024 compared to 26,406.84 crore as on 31st March 2023. Additionally, average cost of borrowings also increased to 11.38 % in FY 2023-24 compared to -9.51 % in FY 2022-23 due to higher interest rates.

Depreciation

Depreciation increased by 127.77 % YoY to 2275 Lacs in FY 2023-24 compared to 999 crore in FY 2022-23. This was on account of increased Gross Block mainly in textiles.

Profit After Tax (PAT)

Reported PAT stood at 93Lacs in FY 2023-24 compared to 1427.04 Lacs in FY 2022-23. PAT was lower on account of lower sales realisation, higher input cost, higher finance cost and depreciation during FY 2023-24.

Management Discussion and Analysis Textiles

DCM Nouvelle Limited is a premier manufacturer and exporter specializing in 100% cotton yarns. We offer both carded and combed yarns in single and two-ply counts, ranging from Ne 14s to Ne 40s. Our facility boasts a total spinning capacity of 157,872 spindles, dedicated exclusively to 100% cotton yarn production. With a robust Annual Output of 40,000 MT, we operate from a single, state-of-the-art location.



Vivek Kaushal

Chief Executive Officer(KMP)

As a globally recognized supplier of cotton yarn, we are dedicated to delivering high-quality products. By continuously refining our brand portfolio, we are significantly expanding our consumer base. Our approach has shifted from traditional manufacturing to the development and cultivation of iconic brands.



₹ 1,08,894 Lacs

Revenue

₹ 4984.77 Lacs

EBITDA

39,463 MT

Highest-ever sales volumes



Hemant Bharat Ram
Managing Director(KMP)



Vivek Kaushal
Chief Executive Officer(KMP)



Sandeep Kumar Jain
Chief Financial Officer(KMP)



Mohd. Sagir
Company Secretary &
Compliance Officer(KMP)

GLOBAL TEXTILE INDUSTRY:

The apparel and textile industry stands as a cornerstone of global commerce, weaving together fashion, functionality, and innovation. In the vibrant tapestry of this market, opportunities abound, driven by evolving consumer preferences, technological advancements, and market dynamics.

According to the **latest data**, World-wide textile yarn market is projected to grow at a CAGR of 5.1 percent to reach US \$18.5 billion by 2028 from \$14.4 billion in 2023.

China's textile and apparel exports reached a remarkable \$340.95 billion in 2022, marking a 2.5% increase from the previous year's figure of \$315.45 billion. Meanwhile, Vietnam's textile and clothing exports registered a significant growth of 10.19% in 2022, reaching \$46.51 billion compared to \$38.37 billion in 2021. Bangladesh's total textile and clothing exports during the fiscal year 2023 (Jul '22 Jun '23) stood at \$50.80 billion, showcasing a notable increase. The United States' imports of textile and clothing from the world surged by 16% in 2022, reaching \$153.28 billion from \$113.95 billion in 2021, largely attributed to higher prices rather than a matching increase in volumes. China's textile and clothing exports to the USA in FY23 amounted to \$35.95 billion, while India, Vietnam, and Bangladesh exported \$12.16 billion, \$21.62 billion, and \$11.04 billion respectively during the same period. Furthermore, Bangladesh's textiles and apparel exports to the USA increased by 35%, Vietnam by 27%, Indonesia by 37%, and India by 12% in 2023 compared to 2022.

INDIAN TEXTILE INDUSTRY:

India is setting ambitious targets to revolutionize its textile industry, aiming for US\$ 600 billion in exports and a domestic market worth US\$ 1.8 trillion by 2047, up from US\$ 44 billion and US\$ 110 billion respectively in FY22. The Ministry of Textiles is charting its course for Vision 2047, built on five strategic pillars: research & innovation, infrastructure, trade & investment, marketing & brand promotion, skilling & quality, and sustainability.

India's textile and apparel market size is growing at a CAGR of 14.59% from US\$ 172.3 billion in 2022 and is expected to reach US\$ 387.3 billion by 2028 according to Indian Brand Equity Foundation (IBEF), a body established by the ministry of commerce and industry. This Industry is one of the biggest contributors to the economy with a 2.3% contribution to the gross domestic product (GDP) which is approx. US\$ 70 billion, 13% to industrial production, and 12% to exports.

Cotton textiles comprises of Cotton yarns, Cotton made ups and Cotton fabrics. As per export data, only Cotton fabrics saw decline of 10.75% whereas Yarns and Made ups were up by 37.25%, 1.75% respectively over the previous fiscal year.

USA remains highest importer of cotton textiles from India followed by Bangladesh and China registering growth of 7.81%, 14.42%, and 206.06%, respectively. In Cotton Yarn Bangladesh, China and Egypt are the top 3 importers from India registering growth of 33.24%, 233.62% and 18.35% respectively.

On the external trade front while the overall Textile & Clothing exports in 2023-2024 from the country showed a marginal decline of (-) 3.24 percent during this year due to world economic issues, but still was better w.r.t to other countries like Vietnam and China which saw decline of 14.7% and 8.1% respectively. However, this decline is now recovering with China, Vietnam seeing overall growth in First 4 months of FY24 and India has also seen a recovery in overall growth in last quarter of FY 23-24. Looking ahead, the volume of the Apparel market in India is expected to reach 40.1bn pieces by 2028. Additionally, there is an estimated volume growth of 3.7% in 2025.

India's apparel market is experiencing a surge in demand for sustainable and ethically produced clothing, driven by increasing consumer awareness and a shift towards conscious consumerism.

Initiatives which are taken by Government of India: -

1. Ministry of Textiles, government Of India has taken a

new Initiative to promote Fine quality Indian Raw Cotton by branding it as KASTURI COTTON BHARAT.

2. Expeditious implementation of the ambitious scheme to develop seven PM Mega Integrated Textile Regions and Apparel (PM MITRA) parks will help in attracting large investments, including FDI.
3. Indian Government is in final stage of talks to conclude FTA with UK. Discussions are also going with Oman and EU bloc which is in final rounds. This is expected to give some boost to apparels sector from India thus increasing domestic Yarn and fabric consumption.

SPINNING INDUSTRY OVERVIEW:

The global spinning machinery market is poised for significant growth, with an anticipated compound annual growth rate (CAGR) of 4.6% from 2022 to 2028, ultimately reaching an estimated value of \$7,412.5 billion by 2032. This growth is primarily driven by the increasing demand for textiles and apparel products, as well as the expanding fashion industry worldwide.

In the Indian Context, Indias cotton spinning industry is forecast to grow by 12-14 per cent in financial year 2024-25, according to ICRA. The countrys yarn exports are likely to increase by a sharp 85 per cent to 90 per cent, on the back of a shift in sourcing preference away from China, and the expectations of demand improving for the spring summer season in the US and the European Union (EU) regions. These will drive domestic demand from apparel and home textile manufacturers.

Stable cotton prices due to better availability of cotton during cotton season 2024 and improved cotton yarn spreads this fiscal will support improvement in Margins. As, revenue too will spin up 4-6% this fiscal driven by moderate growth in downstream demand amid stable yarn prices, after a 5-7% decline last fiscal due to a sharp reduction in yarn prices.

Cotton yarn exports typically account for approximately 25-35 per cent of Indias cotton yarn production, while the remaining is accounted for by the domestic market. In the first four months of FY24, overall yarn export volumes grew by approximately 142 per cent (on a Year-on-Year basis) on a low base, and with increased exports to China, resulting in the share of exports in the overall production increasing from 19 per cent in FY23 to approximately 33 per cent in Fy24.

Machinery installed in New Spinning Unit:

The Latest Ringframe LMW LRJ9/SXL (Spinpact) includes perforated Apron Compact spinning system with excellent features like 4Q-2M drive for drafting & T-Flex drive system for quality consistency. High-tech unique suction compact system renders supreme yarn quality. Smooth and uniform flow of twist to the nip of front roller, aligns fibers in a uniform fashion and finally results in least hairiness and higher yarn strength.

The Savio EcoPulsar plus winding machine, have eco-sustainable advantages of energy efficiency, productivity, noise reduction and air conditioning savings. All individual spindles are equipped with latest Uster Quantum 4.0 PP & FFD clearer & SIS (RFID) for least yarn fault & contamination clearing.

Sustainability

EXPORT MARKET:

OPPORTUNITIES AND OUTLOOK:

The Indian textile industry is poised for significant growth, with an estimated value of US\$ 220 billion by 2025. This growth is driven by the industry's inherent strengths, including its large workforce, competitive labor costs, and access to raw materials. The textile sector is a significant contributor to India's GDP, accounting for approximately 2.3% of the country's gross domestic product (GDP) and 14% of the overall Index of Industrial Production (IIP).

The industry is also a major employer, providing employment to over 45 million people directly and 65 million people indirectly. The textile sector is among the largest contributors to India's exports, with the potential to reach US\$ 500 billion in size according to a study.

The Indian government has been supportive of the textile industry through initiatives such as the Production-Linked Incentive (PLI) Scheme, which aims to incentivize the manufacturing of textile products in India and promote their exports. The PLI Scheme has been successful in boosting the industry's growth, with textile exports expected to improve in coming years.

The textile industry has faced challenges in the past, including periods of adversity and declining growth. However, the industry has consistently recovered and grown, driven by its inherent strengths and government support. With the Indian economy expected to overtake Japan to become the third-largest economy by 2028, the

textile industry is well-positioned to continue its growth trajectory.

The industry's growth is also driven by innovations in textiles, including the emergence of smart textiles and nanotechnology-enabled textiles. These innovations are expected to drive advancements in production processes, materials, product design, sustainability, and efficiency.

Overall, the outlook for the textile industry in India is optimistic, with the industry expected to continue growing at an impressive rate. The industry's growth is driven by its inherent strengths, government support, and innovations in textiles, making it well-positioned to continue its growth trajectory in the coming years.

RISK & CONCERNS:

The global textile spinning sector is facing unpredictability and uncertainty due to various factors such as stagnant demand, surplus supply, cotton futures, currency fluctuations, export disruptions, and increased competition from countries like Vietnam, Bangladesh, and Cambodia. Government initiatives, including inviting Foreign Direct Investment (FDI), aim to boost growth in textiles, particularly in fabric and processing, which could help balance the demand-supply dynamics for the spinning sector.

Key concerns include competition from other developing nations, volatile cotton and yarn prices, and fluctuations in the Rupee to US Dollar exchange rate. To mitigate these challenges, companies are working on reducing open positions, addressing labor shortages through enhanced training programs, and improving operational efficiency.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The internal control systems of DCM Nouvelle Limited have been meticulously designed to effectively manage the dynamic and intricate nature of the company's business operations. These systems are tailored to the scale and volumes of the business, ensuring proper segregation of roles, responsibilities, and redundancies. The company's executive stay updated with detailed documentation of policies and Standard Operating Procedures (SOPs), which are regularly reviewed and revised by the management.

The statutory auditors of the company play a crucial role in critically evaluating the internal control environment in line with the Internal Control over Financial Reporting (ICFR) requirements. This evaluation is essential for forming an opinion on the financial performance of the company.

Additionally, DCM Nouvelle has a robust internal audit framework endorsed by the Audit Committee. This framework ensures comprehensive coverage of processes and systems to protect assets, prevent and detect errors and fraud, and ensure the accuracy and completeness of accounting transactions, facilitating the timely preparation of reliable financial information.

Furthermore, the various committees of the board, particularly the Audit Committee, regularly assess the observations and recommendations provided by internal auditors. This ongoing review process aims to enhance the company's systems and processes continually, ensuring operational efficiency and compliance with best practices in internal control and financial reporting.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS:

Employees have always played an extremely pivotal role in all strategic decisions taken by the Company over the last many years. In a world where everything else is equal, human effort makes all the difference. We place immense value on our workforce and consider it our biggest, most valuable asset. At DCM Nouvelle, we have a culture of empowerment that values and respects individual potential and helps each one achieves it to the fullest. Our people own their jobs and not just perform them. We continuously strive to improve quality of work-life balance for total job satisfaction and social harmony for the employees. The total number of people on the rolls of the company is 2009. The industrial relation continued to remain cordial during the year.

FINANCIAL RATIO

Refer note no. 61 of financial statements

CAUTIONARY NOTE

Statements in the Management Discussion & Analysis report describing the Company's objectives, estimates or projections may be forward looking statements within the meaning of applicable securities law and regulations. Actual results may materially differ from those expressed or implied. Important factors that can make a difference to the Company's operations include change in the main clients purchase procedures, changes in Government regulations, tax regimes, economic outlook in India and the USA and other incidental factors.

Management Discussion and Analysis Chemicals

DCM Nouvelle Specialty Chemicals Limited is one of the first Specialty Amines business forging new frontiers into specialty chemicals business in India. DCMSCL are transforming possibilities, Pioneering the future of chemicals with innovation and excellence. DCMSCL provide valuable & innovative chemistry solutions with highest standards of safety, quality, and environmental stewardship.

A state-of-the-art manufacturing facility for the production of Specialty Amines" in Ujjain, Madhya Pradesh, India with area about 86325.5 m2 is established with capacities of about 1500 MT per annum.

It has more than 150 Nos of equipment in Plant-I, inclusive of High-end Hydrogenators, Agitated Nutsche filters, Distillation columns. It is well equipped and par with latest technology ETPs, filling technologies and warehousing systems.

Specialty
Chemicals

Dibenzylamine
(DBA)

Benzylamine
(BA)



Sarvesh Khanna

Chief Executive Officer-DCMSCL(KMP)

We are thrilled to announce the successful launch of our new venture. With operations now underway, we are poised for significant growth and value creation.

The early revenue is a promising start, and we are confident that our innovative approach and dedication will drive long-term success. We look forward to advancing and generating substantial value as we establish ourselves as a key market player



₹ **9080** Lacs

Total Investment till date

₹ **2900** Lacs

Right issue FY 2023-24



Hemant Bharat Ram
Managing Director-
DCMSCL(KMP)



Sarvesh Khanna
Chief Executive Officer-
DCMSCL(KMP)



Sandeep Kumar Jain
Chief Financial Officer-
DCMSCL(KMP)



Mohd Sagir
Company Secretary-
DCMSCL(KMP)



GLOBAL ECONOMY:

Global Chemical Market with Focus on Specialty Amines

Introduction

The global chemical industry is a cornerstone of modern economies, underpinning the development of countless products and technologies. Among the myriads of chemical compounds, amines—specifically aliphatic and aromatic amines—play a pivotal role due to their versatile applications across various sectors. This article delves into the current state and future prospects of the global chemical industry, with a particular emphasis on the growth forecast of the aliphatic and aromatic amines market.

Understanding Specialty Amines

Aliphatic and aromatic amines are organic compounds derived from ammonia by replacement of one or more hydrogen atoms with alkyl or aryl groups. These

compounds exhibit unique chemical properties that make them indispensable in numerous industrial applications.

1. Aliphatic Amines: These include compounds like ethylamine, propylamine, and butylamine. They are primarily used in the manufacture of agrochemicals, pharmaceuticals, rubber processing chemicals, and water treatment chemicals.
2. Aromatic Amines: Examples include aniline, benzylamine, and toluidine. These are crucial in the production of dyes, pigments, pharmaceuticals, and polymers.

Market Dynamics and Growth Drivers

The market for aliphatic and aromatic amines is driven by several key factors:

1. Rising Demand in Pharmaceuticals: Both aliphatic and aromatic amines are integral in the synthesis of active pharmaceutical ingredients (APIs). The

expanding pharmaceutical industry, particularly in developing regions, is a significant driver of amine demand.

2. **Growth in Agrochemicals:** The agricultural sector's need for effective pesticides, herbicides, and fungicides fuels the demand for aliphatic amines. As global food demand increases, so does the need for high-yield crops, bolstering the agrochemical market.
3. **Industrial Applications:** Aliphatic and aromatic amines are vital in various industrial processes, including rubber processing, water treatment, and the production of dyes and pigments. The steady growth of these industries directly impacts the amines market.
4. **Innovation and Sustainability:** Advances in green chemistry and sustainable production methods are leading to more efficient and environmentally friendly manufacturing processes. This not only enhances the market potential for aliphatic and aromatic amines but also aligns with global sustainability goals.

Market Forecast and Regional Insights

The global market for aliphatic and aromatic amines is poised for robust growth. Key insights include:

1. **Market Size and Growth Rate:** The global amines market was valued at approximately USD 18 billion in 2020 and is projected to grow at a CAGR of around 6% from 2021 to 2028. Aliphatic and aromatic amines will significantly contribute to this growth.
2. **Regional Analysis:**
 - o **Asia-Pacific:** Dominating the market, this region benefits from rapid industrialization, increasing population, and rising disposable incomes. Countries like China and India are key players, with substantial demand in pharmaceuticals, agrochemicals, and other industrial applications.
 - o **North America and Europe:** These regions also hold significant market shares, driven by advanced chemical industries, ongoing research and development, and strong demand in diverse applications.
3. **Competitive Landscape:** The market is characterized

by intense competition, with several key players investing in expanding their production capacities and enhancing their product portfolios. Strategic mergers, acquisitions, and collaborations are common as companies strive to strengthen their market positions.

Future Prospects

The future of the aliphatic and aromatic amines market looks promising, with several trends shaping its trajectory:

1. **Technological Advancements:** Innovations in production technologies and the development of new applications will drive market growth. Enhanced production methods will improve efficiency and reduce costs.
2. **Sustainability Initiatives:** As the world moves towards sustainable practices, the demand for green chemistry solutions in amine production will rise. Companies investing in eco-friendly processes will likely gain a competitive edge.
3. **Emerging Markets:** Growth in emerging economies, particularly in Asia-Pacific and Latin America, will offer new opportunities. Expanding industrial bases and increasing investments in pharmaceuticals and agrochemicals will fuel demand for aliphatic and aromatic amines.

Conclusion

The global chemical industry is on a dynamic growth trajectory, with aliphatic and aromatic amines playing a critical role. Driven by rising demand in pharmaceuticals, agrochemicals, and industrial applications, the market for these specialty amines is set for significant expansion. As technological advancements and sustainability initiatives continue to evolve, the future of the aliphatic and aromatic amines market holds immense potential, promising robust growth and innovation in the years to come.

Indian Chemical Market with Focus on Specialty Amines

Introduction

India, with its burgeoning economy and rapid industrial growth, stands as a significant player in the global chemical industry. Within this sector, the market for

aliphatic and aromatic amines—key subcategories of specialty amines—shows immense potential. These compounds are crucial for various industries, including pharmaceuticals, agrochemicals, and industrial applications. This outlook provides an in-depth analysis of the Indian aliphatic and aromatic amines market, highlighting key growth drivers, challenges, and future prospects.

Market Overview

The Indian market for aliphatic and aromatic amines is poised for robust growth, driven by increasing demand from multiple sectors. These amines are integral to the synthesis of numerous products, making them indispensable in both industrial and consumer applications.

Key Growth Drivers

1. **Pharmaceutical Sector:** India is a global leader in pharmaceuticals, known as the "pharmacy of the world." Aliphatic and aromatic amines are essential in the production of active pharmaceutical ingredients (APIs) and intermediates. The growing demand for generic drugs and increased healthcare spending are significant drivers for amine consumption in this sector.
2. **Agrochemical Industry:** The agricultural sector in India heavily relies on agrochemicals to ensure crop protection and enhance yields. Aliphatic amines are vital in the formulation of herbicides, insecticides, and fungicides. As the agricultural sector continues to modernize and expand, the demand for these chemicals is expected to rise.
3. **Industrial Applications:** Aliphatic and aromatic amines are used in various industrial processes, including rubber processing, water treatment, and the production of dyes and pigments. The ongoing industrialization and infrastructure development in India contribute to the steady demand for these amines.
4. **Research and Development:** Increased investment in research and development is leading to the discovery of new applications and more efficient production processes for aliphatic and aromatic amines. Innovations in green chemistry and

sustainable manufacturing are expected to drive market growth.

Market Challenges

1. **Regulatory Compliance:** Stringent environmental and safety regulations can pose challenges for manufacturers. Compliance with these regulations requires significant investment in technology and infrastructure.
2. **Raw Material Availability:** Fluctuations in the availability and cost of raw materials can impact production costs and market dynamics. Ensuring a stable supply chain is crucial for sustained growth.
3. **Competition:** The Indian market faces competition from global players who have established production facilities and advanced technologies. Domestic manufacturers need to continuously innovate to maintain a competitive edge.

Future Prospects

The future of the Indian aliphatic and aromatic amines market looks promising, with several trends shaping its growth trajectory:

1. **Expansion of Production Capacities:** To meet the rising demand, both domestic and international players are investing in expanding their production capacities in India. This will enhance supply and support market growth.
2. **Technological Advancements:** Adoption of advanced manufacturing technologies and automation will improve production efficiency and product quality. Innovations in sustainable production methods will also play a crucial role.
3. **Emerging Applications:** New applications for aliphatic and aromatic amines are emerging in sectors such as personal care, textiles, and electronics. Exploring these opportunities will drive market diversification and growth.
4. **Government Support:** Initiatives such as "Make in India" and incentives for the chemical industry will boost local manufacturing and attract foreign investment. Government support for research and development will further enhance market prospects.

Conclusion

The Indian aliphatic and aromatic amines market is on a dynamic growth path, supported by strong demand from pharmaceuticals, agrochemicals, and industrial applications. Despite challenges such as regulatory compliance and competition, the market offers significant opportunities for growth and innovation. With continued investment in technology, infrastructure, and research, India is well-positioned to become a major hub for the production and consumption of aliphatic and aromatic amines, contributing to the global chemical industry's advancement.

Research and Development

A state-of-the-art Research and Development Centre, which is exceptionally well-equipped with capabilities for handling very high-pressure reactions and distillations setups.

A dedicated team of professionals in the fields of chemistry and chemical engineering, hailing from prestigious educational institutes, including IITs. They possess extensive experience in new product development and commercialization of Specialty Amines.

A focus on innovative technologies for specialty amines, coupled with the establishment of production projects in India. A distinctive corporate culture at DCMNSCL that emphasizes collaboration, experimentation, and continuous learning, all aligned with a clear mission and vision for the future.

Our Products

Our product solutions are utilized in various processes in pharmaceuticals, agrochemicals, rubber chemicals, oils and polymers industries worldwide.

Benzylamine

It is a clear, colorless to light yellow liquid with a weak, ammonia like odor. A chemical used to manufacture pharmaceuticals active ingredients and intermediates, crop protection agents and it is also used to manufacture of explosives.

Dibenzylamine (DBA)

It is a clear colorless to light yellow liquid with weak, ammonia like odor. Dibenzylamine finds applications

predominantly in rubber processing industry to prepare accelerator for the vulcanization process and also in agrochemicals. It is also used as a chemical intermediate for dyes, pharmaceuticals and polymers.

Export Strategies and Opportunities

- 1. Regulatory Compliance:** Understanding and complying with the regulatory frameworks in Europe and the US is crucial for successful exports. Indian manufacturers must ensure their products meet the stringent safety and environmental standards of these markets.
- 2. Building Strategic Partnerships:** Collaborating with local distributors, agents, and end-users in Europe and the US can facilitate market entry and expansion. Establishing strong relationships with key stakeholders will enhance market penetration and brand recognition.
- 3. Participation in Trade Shows and Exhibitions:** Engaging in international trade shows and exhibitions focused on the chemical industry can provide valuable exposure and networking opportunities. Showcasing products and capabilities at these events will help attract potential buyers and partners.
- 4. Leveraging Government Support:** The Indian government offers various incentives and support schemes for exporters, including subsidies, tax benefits, and export promotion councils. Manufacturers should leverage these resources to enhance their export capabilities and competitiveness.
- 5. Sustainable Practices:** Emphasizing sustainable and environmentally friendly manufacturing practices can give Indian exporters a competitive edge. Europe and the US are increasingly prioritizing sustainability, and aligning with these values can enhance market acceptance.

Challenges and Mitigation Strategies

- 1. Logistics and Supply Chain Management:** Efficient logistics and supply chain management are vital for timely and cost-effective exports. Investing in robust logistics infrastructure and partnerships with reliable shipping companies can mitigate potential

challenges.

- 2. Market Competition:** Indian manufacturers face competition from established global players. Continuous innovation, maintaining high quality, and offering competitive pricing will be essential to stay ahead in the market.
- 3. Currency Fluctuations:** Volatility in currency exchange rates can impact export profitability. Utilizing financial instruments like hedging can help manage currency risks and ensure stable revenue streams.

Future Prospects

The export potential for Indian-manufactured aliphatic and aromatic amines is substantial, particularly in the European and US markets. Key trends shaping the future prospects include:

- 1. Rising Demand for Green Chemistry:** The increasing focus on green chemistry and sustainable practices in Europe and the US will drive demand for eco-friendly amines. Indian manufacturers adopting sustainable production methods will be well-positioned to capitalize on this trend.

- 2. Technological Advancements:** Continuous advancements in manufacturing technologies and product innovations will enhance the competitiveness of Indian amines in the global market. Investing in research and development will be crucial for staying ahead of market needs.
- 3. Economic Growth and Industrialization:** Ongoing economic growth and industrialization in Europe and the US will sustain the demand for specialty amines. Indian exporters should remain agile and responsive to evolving market dynamics to seize emerging opportunities.

Conclusion

The outlook for exporting aliphatic and aromatic amines manufactured in India is highly promising, with significant opportunities in the European and US markets. By focusing on regulatory compliance, strategic partnerships, sustainability, and leveraging government support, Indian manufacturers can successfully expand their global footprint. With continuous innovation and a commitment to quality, India is poised to become a key exporter of specialty amines, driving growth and innovation in the global chemical industry.

Boards' Report

Dear Members,

Your Directors present the 8th Annual Report on the business and operations of DCM Nouvelle Limited ("DCMNVL"/ the "Company"), together with the audited financial statements for the financial year ended March 31, 2024 and other accompanying reports, notes, and certificates.

Company Overview

DCM Nouvelle Limited, a leading manufacturer & exporter of 100% cotton carded, combed and compact yarns in single and two-ply forms in count Range is Ne 14s to Ne 40s. The Company has a spindle capacity of 1,57,872 located at Hisar with Approx. 40000 MT of annual production.

Financial Performance

The Company adopted Indian Accounting Standards ("Ind AS") from April 1, 2016, with transition date from April 1, 2015. Accordingly, the financial reports for current financial year 2023-2024 and previous financial year 2022-2023 have been prepared as per Ind AS reporting framework.

The summarized financial highlight is depicted below:

(₹ in Lacs)

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Total Revenue	1,08,893.25	87,032.76	1,08,758.50	87,023.96
Expenditure	1,08,694.23	84,654.63	1,09,062.07	84,906.82
Earnings before Interest, Depreciation, Tax and Amortisation (EBITDA)	4,984.77	3,993.26	4,524.23	3,740.77
Interest & Finance Charge	2,510.78	616.32	2,517.01	621.94
Depreciation and amortisation charge	2,274.97	998.81	2,310.79	1,001.69
Profit/(Loss) before Exceptional Items and Tax	199.02	2,378.13	(303.57)	2,117.14
Exceptional Items	-	294.08	-	294.08
Profit/(Loss) after Tax	93.00	1,427.04	(409.59)	1,166.05
Other comprehensive Income/Loss	(7.02)	13.58	(7.02)	13.58
Total comprehensive Income/loss for the year	85.98	1,440.62	(416.61)	1,179.63

Performance Highlights

On a standalone basis, the revenue for FY 2024 was ₹ 1088.94 crore, increased by 25.11 percent over the previous years revenue of ₹ 870.33 crore. The profit after tax ("PAT") attributable to shareholders for FY 2024 was ₹ 0.93 crores lower by 93.48 percent over the PAT of ₹ 14.27 crore in FY 2023.

On a consolidated basis, the revenue for FY 2024 was ₹ 1087.59 crore, The Loss after tax attributable to shareholders and non-controlling interests for FY 2024 was ₹ 4.10 crore as against a PAT of ₹ 11.66 crore in FY 2023.

Dividend and Reserves

Dividend

The Board of Directors of your Company ("Board"), after considering the relevant circumstances holistically and keeping in view the Company's Dividend Distribution Policy, has decided that it would be prudent not to recommend any dividend for the year under review.

Dividend Distribution Policy

The Company has formulated a dividend distribution policy in terms of the requirements of the provisions of Regulation 43A of the SEBI Listing Regulations, as amended. The Dividend Distribution Policy is available on your Company's website on [weblink](#).

Reserves

The Board of Directors have decided to retain the entire amount of profit under Retained Earnings. Accordingly, your Company has not transferred any amount to General Reserves for the year ended 31 March, 2024.

Change in the Nature of Business

There was no change in nature of the business of the Company during the financial year ended on March 31, 2024.

Material Changes and Commitments, affecting the Financial Position of the Company:

There were no material changes and commitments affecting the financial position of your Company between the end of FY24 and the date of this report, which could have an impact on your Company's operation in the future or its status as a "Going Concern".

Capital Structure

During the year under review, there has been no change in the capital structure of the Company. As on March 31, 2024, the Authorised Share Capital was Rs. 20,05,00,000/- and Paid-up capital was Rs. 18,67,77,490/-.

Subsidiaries, Joint Ventures & Associates:

Details of Subsidiaries

As on 31 March 2024, the Company had 1 (One) Subsidiary only as detailed below:

Sr. No.	Name of Subsidiary	Date of creation of interest	Nature of interest/percentage of shareholding	Location
1.	DCM Nouvelle Specialty Chemicals Limited	02.02.2022	Material Subsidiary (81.390%)	India

DCM Nouvelle Specialty Chemicals Limited (DCMSCL) was incorporated as a Public Limited Company on 02nd February 2022 under the Companies Act, 2013, having its registered office in New Delhi, India. DCMSCL is engaged, inter-alia, in the business of manufacturing of specialty Chemicals. The Company holds 81.390% equity shares in DCMSCL as on March 31, 2024.

During the FY 2023-24, DCMSCL completed the commissioning of Chemical plant situated at Ujjain, Madhya Pradesh. This state-of-the-art facility is expected to cater to the rising demand for the Company's new products.

During the FY 2023-24, DCMSCL has commenced its commercial production for the products Benzylamine (BA) and Dibenzylamine (DBA).

DCMSCL has also identified some new products for Phase-II, the evaluation of which is underway.

During the FY 2023-24, DCMSCL also raised Rs. 29.00 Crore from its existing shareholder and Rs. 28.94 Crore as Secured Long Term Debt from the Company at 10.25 % p.a.

Financial Performance of Subsidiaries

Pursuant to the provisions of Section 129, 134 and 136 of the Act read with rules made thereunder and Regulation 33 of the SEBI Listing Regulations, your Company has prepared Consolidated Financial Statements and a separate statement containing the salient features of financial statement of subsidiaries, joint ventures, and associates in Form AOC-1, which forms part of this Annual Report.

The annual financial statements and related detailed information of the subsidiary companies shall be made available to the shareholders of the holding and subsidiary companies seeking such information on all working days. Financial statements and related detailed information of subsidiary company shall also be kept for inspection by any shareholders during working hours at your Company's registered office and that of the respective subsidiary company concerned. In accordance with Section 136 of the Act, the Audited Financial Statements, including Consolidated Financial Statements and related information of your Company and audited accounts of each of its subsidiaries, are available on website of your Company on [weblink](#).

Material Subsidiaries

As on March 31, 2024, the Company had 1 (One) unlisted material subsidiary. Your Company has formulated a policy for determining Material Subsidiaries. The policy is available on your Company's website and link for the same is given in **Annexure-A** of this report.

Pursuant to Section 134 of the Act read with rules made thereunder, the details of developments at the level of subsidiaries and joint ventures of your Company are covered in the Management Discussion and Analysis Report, which forms part of this Annual Report.

Directors and Key Managerial Personnel

Board of Directors

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an appropriate combination of Executive, Non-Executive, and Independent Directors.

The Board of the Company has 7 (Seven) Directors comprising of 1 (One) Managing Director, 1 (One) WholeTime Director, 2 (Two) Non-Executive Non Independent Director and 3 (Three) Independent Directors (including a Woman Director). The complete list of Directors of the Company along with their brief profile has been provided in the Report on Corporate Governance forming part of this Annual Report.

Further, all the Directors and senior management personnel of the Company affirmed compliance with the Code of Conduct for the financial year 2023-24 and the declaration in this respect appears elsewhere in the Annual Report.

Directors

During the year, the Members approved the following re-appointment of Directors:

1. Re-appointment of Mr. Hemant Bharat Ram (DIN 00150933) as the Managing Director of the Company with effect from 01 April, 2024 to 31st March 2029.
2. Re-appointment of Dr. Vinay Bharat Ram (DIN 00052826) as the Whole Time Director of the Company with effect from 01 April, 2024 to 31st March 2029.
3. Re-appointment of Dr. Meenakshi Nayar (DIN 06866256) as Independent Directors for a second consecutive term of five years from April 23, 2024 upto April 22, 2029.

Key Managerial Personnel (KMP)

As on the date of this report, the following are Key Managerial Personnel ("KMPs") of the Company as per Sections 2(51) and 203 of the Act:

1. Mr. Hemant Bharat Ram, Managing Director,
2. Mr. Vivek Kaushal, Chief Executive Officer*
3. Mr. Sandeep Kumar Jain, Chief Financial Officer and
4. Mr. Mohd Sagir, Company Secretary

* Appointed w.e.f May, 28.2024

Directors retiring by rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr.

Rakesh Goel, Director of the Company shall retire by rotation at the ensuing Annual General Meeting. Mr. Rakesh Goel, being eligible, has offered himself for reappointment. The Board recommends his appointment for your approval in the best interests of the Company. An ordinary resolution is proposed and forms part of the Notice seeking approval of the shareholders for his reappointment. The relevant details of Mr. Rakesh Goel form part of the Notice convening 08th AGM.

Independent Directors

The Independent Directors had submitted their disclosures to the Board that they fulfil the requirements as stipulated under Section 149(6) of the Act and Regulation 25(8) of Listing Regulations. There had been no change in the circumstances affecting their status as Independent Directors of the Company to qualify themselves to be appointed as Independent Directors under the provisions of the Act and the relevant regulations. The Independent Directors have given the declaration under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 confirming compliance with Rule 6(1) and (2) of the said Rules that their names are registered in the databank as maintained by the Indian Institute of Corporate Affairs ("IICA").

In the opinion of the Board, Dr. Meenakshi Nayar, Mr. Vivek Chhachhi and Mr. Kulbir Singh are persons of integrity and fulfill requisite conditions as per applicable laws and are independent of the management of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, and reimbursement of expenses, if any.

None of the Independent Non-Executive Directors held any equity shares of your Company during the financial year ended 31 March, 2024.

Committees of the Board

The Company has duly constituted the following mandatory Committees in terms of the provisions of the Act & Listing Regulations read with rules framed thereunder viz.

- a) Audit Committee;
- b) Nomination and Remuneration Committee;
- c) Stakeholder's & Finance Facilitation Committee;
- d) Corporate Social Responsibility; and
- e) Risk Management Committee.

The Composition of all above Committees, number of

meetings held during the year under review, brief terms of reference and other details have been provided in the Corporate Governance Report which forms part of this Annual Report. All the recommendations made by the Committees were accepted by the Board.

Meetings of the Board of Directors

The details of composition of the Board, its committees, their meetings held and attendance of the Directors at such meetings are provided in the Corporate Governance Report, which is a part of this Report.

Independent Directors Meeting

The Independent Directors met on July 29, 2024, without the attendance of Non-Independent Directors and members of the management. The Independent Directors reviewed the performance of Non-Independent Directors, the Committees, and the Board as a whole along with the performance of the Chairperson of your Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity, and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Board Evaluation

The Board of Directors carried out an annual evaluation of its own performance, performance of Board Committees and Individual Directors pursuant to the provisions of the Act and the Listing Regulations.

The performance of the Board, the Committees and Individual Directors was evaluated by the Board after seeking inputs from all the Directors through a questionnaire wherein the Directors evaluated the performance on scale of one to five based on the following criteria:

- a) Criteria for Board performance evaluation includes degree of fulfilment of key responsibilities, Board structure and composition, establishment, and delineation of responsibilities to committees, effectiveness of board processes, information and functioning, board culture and dynamics, quality of relationship between the Board and the management.
- b) Criteria for Committee performance evaluation includes degree of fulfilment of key responsibilities, adequacy of committee composition, effectiveness of meetings, committee dynamics, quality of relationship of the committee with the Board, and the management.
- c) Criteria for performance evaluation of Individual Directors includes fulfilment of the independence criteria as specified in the Listing Regulations and their

independence from the management, attendance, contribution at meetings, guidance, support to management outside Board/ Committee meetings.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The NRC also reviewed the performance of the individual directors.

In a separate meeting of Independent Directors, performance of Non-Independent Directors and performance of the Board was evaluated, views of the Non-Executive Directors were also taken.

The Board and the NRC reviewed the performance of Individual Directors on the basis of criteria such as the contribution of the Individual Directors to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In the Board meeting that followed the meeting of the Independent Directors and meeting of NRC, the performance of the Board, its committees and individual directors were also discussed.

Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

Familiarization Program for Independent Directors

In compliance with the requirements of Listing Regulations, the Company has put in place a framework for Directors Familiarisation Programme to familiarize the Independent Directors with their roles, rights and responsibilities, strategy planning, manufacturing process, subsidiary business strategy, factory visit, CSR site visit, Amendments in law and Company's codes & policies. The details of the familiarisation programme conducted during the financial year under review are explained in the Corporate Governance Report. The same is available on Company's website and accessible through [weblink](#).

Policy on Directors appointment and remuneration

Appointment Policy

The Company's policy on appointment of directors is available on the Company's website at [weblink](#).

Remuneration Policy

The Board has, on the recommendation of the Nomination and Remuneration Committee, approved a policy for selection and appointment of Directors, Key Managerial

Personnel, Senior Management and for determining their remuneration. The Policy of the Company on directors appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on Company's website and accessible through [weblink](#).

Directors Responsibility Statement

Based on the framework of Internal Financial Controls and compliance systems established and maintained by the Company, the work performed by the Internal Auditors, Statutory Auditors and Secretarial Auditors, including the Audit of Internal Financial Controls over financial reporting by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during Financial Year 2023-24.

Accordingly, pursuant to Sections 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

- a) in the preparation of the annual accounts for the Financial Year ended March 31, 2024, the applicable accounting standards have been followed and there are no material departures;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit of the Company for that period;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the Annual Accounts for the Financial Year ended March 31, 2024 on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Internal Financial Control Systems and their Adequacy

The Company has established and maintained adequate internal financial controls with respect to financial statements. Such controls have been designed to provide reasonable assurance with regard to providing reliable financial and operational information. During the year under review, such controls were operating effectively, and no material weaknesses were observed.

Risk Management

Pursuant to Regulation 21 of Listing Regulations, the Board of Directors of the Company has re-constituted a Risk Management Committee on May 28, 2024, to frame, implement and monitor the risk management plan for the Company. The Committee comprises of Managing Director, Chief Executive Officer, one Independent Director and one Non-Executive Non-Independent Director.

The scope of Risk Management Committee includes monitoring and reviewing the risk management plan and ensuring its effectiveness.

The Audit Committee will have additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management framework which ensures that the Company is able to carry out identification of elements of risks, if any, which in the opinion of the Board may threaten the existence of the Company, has been covered in the Management Discussion and Analysis, which forms part of this Report.

Board policies

The details of various policies approved and adopted by the Board as required under the Act and SEBI Listing Regulations are provided in **Annexure A** to this report

Corporate Social Responsibility (CSR)

DCM Nouvelles CSR initiatives and activities are aligned to the requirements of Section 135 of the Act. The brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in "**Annexure D**" of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. This Policy is available on the Company's website at [Weblink](#)

Your Directors wish to state that the CSR Committee and the Board of your Company had approved a total budget of Rs. 151.72 Lacs towards its various CSR projects vis-a-

vis the statutory CSR spent under the Act. The Company could spend an amount of Rs. 47.65 Lacs during the financial year 2023-24. The balance unspent amount of Rs. 104.07 Lacs towards ongoing CSR projects has been transferred to the unspent CSR Bank account on April 13, 2024.

Management Discussion and Analysis Report

Management Discussion and Analysis Report for the financial year under review, as stipulated under Regulation 34(2)(e) of Listing Regulations is presented in a separate section forming part of the Annual Report.

Corporate Governance Report

Your Company is in compliance with all the applicable provisions of Corporate Governance as stipulated under Chapter IV of the Listing Regulations. A detailed report on Corporate Governance as required under the Listing Regulations is provided in a separate section and forms part of the Annual Report. A Certificate from a Practicing Company Secretary regarding compliance with the conditions stipulated in the Listing Regulations forms part of the Corporate Governance Report.

Business Responsibility & Sustainability Report (BRSR)

Listing Regulations mandate the inclusion of the BRSR as part of the Annual Report for top 1,000 listed entities based on market capitalisation. In accordance with the Market Capitalisation of the Company as on March 31, 2024, your Company does not fall into top 1000 Listed entities. However, the Risk Management Committee recommended to the board that it voluntarily adopt the BRSR disclosures for the financial year 2023-24. As a result, all the essential indicators of the BRSR disclosure integrated into our Annual Report.

Investor Education and Protection Fund (IEPF)

Your Company has not paid dividend in the past. Hence, there is no requirement of transfer of unpaid dividend as per the requirements of the IEPF Rules.

In terms of the Section 124 and 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Auditing, Transfer and Refund) Rules, 2016 (IEPF Rules), the unclaimed fractional entitlements amount that remains unclaimed for a period of seven years or more is required to be transferred to the IEPF administered by the Central Government, along with the corresponding shares to the demat account of IEPF Authority.

Further, in accordance with the IEPF Rules, your Board has appointed Mr. Sandeep Kumar Jain, Chief Financial Officer, as Nodal Officer of your Company and Mr. Mohd. Sagir,

Company Secretary as Deputy Nodal Officers of the Company for the purposes of verification of claims of shareholders pertaining to shares transferred to IEPF and / or refund of dividend from IEPF Authority and for coordination with IEPF Authority. The details of the Nodal Officers are available on the website of your Company.

Transactions With Related Parties

In line with the requirements of the Act and the Listing Regulations, the Company has formulated a policy on Related Party Transactions and the same can be accessed on the Company's website and accessible through [weblink](#).

All Related Party Transactions, that were entered into during the Financial Year under review, were on at arms length basis, and in the ordinary course of business and are in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions made by the Company during the year that required shareholders approval under Regulation 23 of the Listing Regulations. All Related Party Transactions were placed before the Audit Committee for prior approval.

None of the transactions entered into with Related Parties fall under the scope of Section 188(1) of the Act. Details of transactions with Related Parties as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure - E** in Form AOC - 2 and forms part of this Report.

Pursuant to the provisions of Regulation 23 of the SEBI Listing Regulations, your Company has filed half yearly reports to the stock exchanges, for the related party transactions.

Insurance

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

Statutory Auditors & Auditors Report

Statutory Auditors

M/s Walker Chandio & Co LLP, Chartered Accountants, with Firm registration number 001076N/N500013, have been appointed as Auditors of the Company to hold office for a period of five years commencing from the conclusion of 4th Annual General Meeting until the conclusion of the 9th Annual General Meeting of the Company. The observations of the Auditors in their report on Accounts and the Financial Statements, read with the relevant notes are self-explanatory. The Audit Report does not contain any qualification, reservation, adverse remark, or disclaimer.

Further, Statutory Auditors have confirmed their eligibility

under Section 141 of the Companies Act, 2013 and the Rules framed there under.

Cost Auditor

As per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is required to maintain cost records and accordingly, such accounts are made and records have been maintained every year.

The Board had appointed, M/s. KG Goyal & Associates Cost Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ended March 31, 2024. The Cost Auditor has given the Cost Audit Report for the financial year ended March 31, 2024, and the Cost Audit Report does not contain any qualification, reservation, or adverse remark.

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the Directors on the recommendation of the Audit Committee, re-appointed M/s. KG Goyal & Associates Cost Accountants, to audit the cost accounts of the Company for the financial year ending March 31, 2025 on a remuneration of Rs. 65,000/- plus GST & out of pocket expenses, if any.

As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a resolution seeking Member's ratification for the remuneration payable to M/s. KG Goyal & Associates, Cost Accountants for the financial year ending March 31 2025, is proposed in the Notice convening the Annual General Meeting.

Secretarial Auditors

The Board has appointed M/s Pragyna Pradhan and Associates, Practising Company Secretaries, to conduct Secretarial Audit for the financial year 2023-24. The Secretarial Audit Report for the financial year ended March 31, 2024, is annexed as **Annexure C** and forms an integral part of this Report

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. covered under the Secretarial Audit. The Secretarial Audit Report does not contain any qualification, reservation, or adverse remark.

Internal Auditors

Your Directors, during the year under review, appointed M/s A. Gandhi & Associates, Chartered Accountants, Chandigarh (Firm Registration No.007023N), to act as the

Internal Auditors of the Company for the financial year 2023-24 pursuant to section 138 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014.

Auditors Report and Secretarial Audit Report

The statutory auditor's report and the secretarial auditors report do not contain any qualifications, reservations, or adverse remarks or disclaimer.

Secretarial Audit of Material Unlisted Indian Subsidiary

As per the requirements of SEBI Listing Regulations, the Practising Company Secretaries appointed by material subsidiary of your Company undertook secretarial audit of the subsidiary for FY 2023-24. Each secretarial audit report confirms that the relevant material subsidiary has complied with the provisions of the Act, rules, regulations, and guidelines and that there were no deviations or non-compliances. The secretarial audit reports of material subsidiary form part of this Annual Report.

Compliance with secretarial standards

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

Code for prevention of insider trading

Your Company has adopted a Code of Conduct ("Code") to regulate, monitor and report trading in Company's shares by Company's designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading/ dealing in Company's shares and sharing Unpublished Price Sensitive Information ("UPSI"). The Code covers Company's obligation to maintain a digital database, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI. Further, it also includes code for practices and procedures for fair disclosure of unpublished price sensitive information which has been made available on the Company's website and link for the same is given in **Annexure-A** of this report.

Particulars of Loans, Guarantees and Investments

Particulars of the loans given, investments made or guarantees given covered under the provisions of Section 186 of the Act, are provided in the Note No. 44 of the Standalone Financial Statements.

Awards

The company was awarded the 2nd prize in Energy Conservation by the Government of Haryana during the FY 2023-24.

Prevention of Sexual Harassment at Workplace

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has laid down a Prevention of Sexual Harassment (POSH) Policy and has constituted Internal Complaints Committees (ICCs), at all relevant locations across India to consider and resolve the complaints related to sexual harassment. The ICCs includes external members with relevant experience. The ICCs, presided by women, conduct the investigations and make decisions at the respective locations. Company has zero tolerance on sexual harassment at the workplace. The ICCs also work extensively on creating awareness on relevance of sexual harassment issues, including while working remotely. The employees are required to undergo a mandatory training/ certification on POSH to sensitize themselves and strengthen their awareness.

During the year under review, your Company has received one complaint pertaining to sexual harassment and the same was resolved.

All new employees go through a detailed personal orientation on anti-sexual harassment policy adopted by your Company.

Vigil Mechanism and Whistle Blower Policy

Your Company has adopted a whistle blower policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177 of the Act and Regulation 22 of SEBI Listing Regulations, to facilitate reporting of the genuine concerns about unethical or improper activity, without fear of retaliation.

The policy provides for adequate safeguards against victimization of directors/employees who avail of the mechanism and provides for direct access to the Chairperson of the Audit Committee.

The Whistle Blower Policy is available on Company's website and accessible through [weblink](#).

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo stipulated under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules 2014 is annexed as **Annexure H** and forms part of this Report.

Cyber Security

In view of increased cyber attack scenarios, the cyber security maturity is reviewed periodically and the processes, technology controls are being enhanced in-line with the threat scenarios. Your Company's technology environment is enabled with real time security monitoring with requisite controls at various layers starting from end user machines to network, application, and the data.

During the year under review, your Company did not face any incidents or breaches or loss of data breach in cyber security.

Event Occurred After Balance Sheet Date

On 13 May 2024, following the balance sheet date, a fire occurred at the Hisar plant warehouse. The fire did not significantly impact production. The Company took steps to ensure business continuity and worked with insurers to process the claims

Particulars of Employees and Related Disclosures

Disclosure pertaining to remuneration and other details as required under Section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out in **Annexure [F]** to this report. In accordance with the provisions of Sections 197(12) & 136(1) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the list pertaining to the names and other particulars of employees drawing remuneration in excess of the limits as prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out in **Annexure [F]** to this report.

Industrial Relations

The Industrial Relations scenario continued to be cordial during the year under review.

Deposits

The Company has not accepted any deposits from public, during the year under review, within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014. No amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

Extract of annual return

Pursuant to the provisions of Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014 and Section 134(3)(a) of the said Act, the Annual Return containing details as of March 31, 2024, is available on the Company's website and accessible through [weblink](#).

Credit rating

Please refer to Corporate Governance Report for details.

Frauds reported by the auditors

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

General

Neither the Chairperson nor the Managing Director of your Company received any remuneration or commission from any of the subsidiary of your Company.

Your Directors state that no disclosure or reporting is required in respect of the following items, as there were no transactions/events of these nature during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of Shares (Including Sweat Equity Shares) to employees of your Company under any scheme.
3. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and your Company's operation in future.
4. Voting rights which are not directly exercised by the employees in respect of shares for the subscription/purchase of which loan was given by your Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under Section 67(3)(c) of the Act).
5. Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.
6. One time settlement of loan obtained from the Banks or Financial Institutions.
7. Revision of financial statements and Directors Report of your Company.

Cautionary Statement

Statements in the Annual Report, including those which relate to Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations, may constitute forward looking statements within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ

Green Initiatives

The Company is concerned about the environment and utilizes natural resources in a sustainable way. The Ministry

of Corporate Affairs (MCA), Government of India, through its Circular Nos. 17/2011 and 18/2011, dated 21 April 2011 and 29 April 2011, respectively, had allowed companies to send official documents to their shareholders electronically as a part of its green initiatives in corporate Governance.

The Ministry of Corporate Affairs vide its circular dated 08 April 2020, 13 January 2021, 12 December 2021, 14 December 2021, 05 May 2022, 28 December 2022 and 25 September 2023 has allowed the Company to conduct their AGM through Video Conferencing or other Audio Visual Means. Hence, in order to ensure the effective participation, the members of the Company are requested to update their email address for receiving the link of e-AGM. Further, in accordance with the said circular, Notice convening the 08th Annual General Meeting, Audited Financial Statements, Boards Report, Auditors Report and other documents are being sent to the email address provided by the shareholders with the relevant depositories. The shareholders are requested to update their email addresses with their depository participants to ensure that the Annual Report and other documents reach on their registered email ids.

CEO And CFO Certification:

As required under Regulation 17(8) of the SEBI Listing Regulations, the CEO and CFO of your Company have certified the accuracy of the Financial Statements, the Cash Flow Statement and adequacy of Internal Control Systems for financial reporting for the financial year ended 31 March, 2024. Their Certificate is annexed to this Directors Report.

Acknowledgement

Your Directors are highly grateful for all the guidance, support and assistance received from the Government of India, Governments of various states in India, concerned Government departments, Financial Institutions and Banks. Your Directors thank all the esteemed shareholders, customers, suppliers and business associates for their faith, trust and confidence reposed in your Company.

Your Directors wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the employees at all levels, to ensure that your Company continues to grow and excel.

For and on behalf of the Board

Dr Meenakshi Nayar
Chairperson
DIN: 06866256

Place: New Delhi
Date: 29.07.2024

Annexure-A

Sr. No.	Policy Name	Website Link
1	Nomination and Remuneration Policy [Regulation 19 of the SEBI Listing Regulations and as defined under Section 178 of the Act]	Click Here for Policy
2	Code of Practices and Procedures for Fair disclosure of unpublished price sensitive information [Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations]	Click Here for Policy
3	Code of Business Conduct and Ethics or The Code [Regulation 17 of the SEBI Listing Regulations]	Click Here for Policy
4	Policy on Preservation of documents/ Archival Policy on Website Disclosure [SEBI Listing Regulations]	Click Here for Policy
5	CSR Policy [Section 135 of the Act]	Click Here for Policy
6	Dividend Distribution Policy [Regulation 43A of the SEBI Listing Regulations]	Click Here for Policy
7	Vigil Mechanism and Whistle Blower Policy [Regulation 22 of SEBI Listing Regulations and as defined under Section 177 of the Act]	Click Here for Policy
8	DCMNVL- Code of Conduct	Click Here for Policy
9	Prevention of sexual harassment policy at workplace (Posh policy)	Click Here for Policy
10	Related party transactions Policy [Regulation 23 of SEBI Listing Regulations and as defined under the Act]	Click Here for Policy
11	Material Subsidiary Policy [Regulation 24 of the SEBI Listing Regulations]	Click Here for Policy
12	Policy on Determination of Material Events [Regulation 30 of SEBI Listing Regulations]	Click Here for Policy
13	Social Accounting Policy	Click Here for Policy
14	Sourcing Policy	Click Here for Policy
15	Safety, Health, and Environment policy	Click Here for Policy
16	Supplier Code of conduct	Click Here for Policy
17	Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons [Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations]	Click Here for Policy
18	Sustainability & Business Continuity Policy	Click Here for Policy
19	Terms of Appointment of Independent Directors [Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV to the Act]	Click Here for Policy
20	Familiarization Program for independent Directors [Regulations 25(7) and 46 of SEBI Listing Regulations]	Click Here for Policy

Annexure-B

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Amounts in ₹)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	DCM Nouvelle Specialty Chemicals Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	FY 2023-24
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	₹
4.	Share capital	28,46,97,000
5.	Reserves & surplus	26,88,90,084
6.	Total assets	90,98,22,935
7.	Total Liabilities	90,98,22,935
8.	Investments	NA
9.	Turnover	6,30,000
10.	Profit before taxation	(3,68,69,562)
11.	Provision for taxation	NA
12.	Profit after taxation	(3,68,69,562)
13.	Proposed Dividend	NA
14.	% of shareholding	81.39%

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

- Names of subsidiaries which are yet to commence operations: NA
- Names of subsidiaries which have been liquidated or sold during the year: NA

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures- Not Applicable

Name of associates/Joint Ventures

1.	Latest audited Balance Sheet Date
2.	Date on which the Associate or Joint Venture was associated or acquired
3.	Shares of Associate/Joint Ventures held by the company on the year end No. Amount of Investment in Associates/Joint Venture Extend of Holding%
4.	Description of how there is significant influence
5.	Reason why the associate/joint venture is not consolidated
6.	Net worth attributable to shareholding as per latest audited Balance Sheet
7.	Profit/Loss for the year i. Considered in Consolidation ii. Not Considered in Consolidation

- Names of associates or joint ventures which are yet to commence operations.
- Names of associates or joint ventures which have been liquidated or sold during the year.

Annexure-C

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 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 and Regulation 24A of SEBI (Listing Obligations and Disclosure requirements), Regulations, 2015, as amended]

To,
The Members,
DCM NOUVELLE LIMITED
407, Vikrant Tower,
4, Rajendra Place, New Delhi-110008

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by DCM NOUVELLE LIMITED, (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion there on.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company to me digitally, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by DCM NOUVELLE LIMITED ("the Company") for the financial year ended 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 listed entity during the review period);**

- V. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the listed entity during the review period);**
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not Applicable to the listed entity during the review period);**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the listed entity during the review period);**
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; **(Not Applicable to the listed entity during the review period);**
 - f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the listed entity during the review period); and**
 - g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the listed entity during the review period);**
- VI. We have relied on the systems/mechanism formed by the Company for compliances under other Applicable Acts, laws and regulations applicable to the Company and the management explanation in this regard.

We have not examined compliance with applicable financial laws like Direct and Indirect Tax Laws, since the same have been subject to review by statutory financial audit and tax audit.

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

- i. Secretarial Standards issued by the Institute of Company Secretaries of India;
- ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of Act, Rules, Regulations, Guidelines etc. except

- a) An Intimation under Proviso of Regulation 29(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 was made 2 days in advance instead 5 days.

We further report that

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

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

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

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

We further report that there is no non-compliance/ observation/audit qualification, reservation, or adverse remarks in respect of the Board Structures/ Systems and process relating to the Audit period. We further report that during the period under review:

The members of the Company had approved the following through Postal ballot process held on 22nd April, 2024:

- Re-appointment of Mr. Hemant Bharat Ram as Managing Director of the Company for a period of five (5) years with effect from April 01, 2024 upto March 31, 2029.
- Re-appointment of Dr. Meenakshi Nayar as independent Director for a period of five (5) years with effect from April 23, 2024 upto April 22, 2029. and;
- Re-appointment of Dr. Vinay Bharat Ram as Whole Time Director of the Company for a period of five (5) years with effect from April 01, 2024 upto March 31, 2029.

For **Pragnya Pradhan & Associates**
Company Secretaries

Pragnya Parimi Pradhan

ACS No. 32778

C P No.: 12030

UDIN : A032778F000749659

Peer Review No. : 1564/2021

Place : New Delhi
Date: 28.05.2024

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

Annexure A

To
The Members,
DCM NOUVELLE LIMITED
407, Vikrant Tower,
4, Rajendra Place, New Delhi-110008

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 the correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

- (3) We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- (4) The Secretarial Audit report is neither as assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Pragnya Pradhan & Associates**
Company Secretaries

Place : New Delhi
Date: 28.05.2024

Pragnya Parimi Pradhan
ACS No. 32778
C P No.: 12030
UDIN : A032778F000749659
Peer Review No. : 1564/2021

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 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 and Regulation 24A of SEBI (Listing Obligations and Disclosure requirements), Regulations, 2015, as amended]

To,
The Members,
DCM Nouvelle Specialty Chemicals Limited
407, Vikrant Tower 4,
Rajendra Place New Delhi 110008

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by DCM Nouvelle Specialty Chemicals Limited, (**hereinafter called "the Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion there on.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by DCM Nouvelle Specialty Chemicals Limited ("the Company") for the financial year ended 31st March, 2024 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- I. 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;

We have relied on the systems/mechanism formed by the Company for compliances under other Applicable Acts, laws and regulations applicable to the Company and the

management representations in this regard.

We have not examined compliance with applicable financial laws like Direct and Indirect Tax Laws, since the same have been subject to review by statutory financial audit and tax audit.

We have examined compliances of the Secretarial Standards issued by the Institute of Company Secretaries of India. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above. During the period under review the Company has not entered into listing agreement with any Stock Exchange, being an unlisted entity.

We further report that

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

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

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

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

We further report that there is no non-compliance/ observation/audit qualification, reservation or adverse remarks in respect of the Board Structures/ Systems and process relating to the Audit period.

We further report that the members of the Company had passed the Ordinary resolution to the increase the

Authorised Share capital of the Company from Rs. 20,00,00,000 to Rs. 25,00,00,000 at the Extra Ordinary General meeting held on June 15, 2023 & from Rs. 25,00,00,000 to Rs. 35,00,00,000 at the Extra Ordinary General meeting held on October 28, 2023.

**For Pragnya Pradhan & Associates
Company Secretaries**

Pragnya Parimita Pradhan

ACS No. 32778

C P No.: 12030

UDIN : A032778F000749703

Peer Review No. : 1564/2021

Place: New Delhi

Date: 28.05.2024

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

“Annexure A”

To
The Members,
DCM Nouvelle Specialty Chemicals Limited
407, Vikrant Tower 4,
Rajendra Place New Delhi 110008

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 the correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- (3) We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

- (4) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- (5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- (6) The Secretarial Audit report is neither as assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Pragnya Pradhan & Associates
Company Secretaries**

Pragnya Parimita Pradhan

ACS No. 32778

C P No.: 12030

UDIN : A032778F000749703

Peer Review No. : 1564/2021

Place: New Delhi

Date: 28.05.2024

Annexure-D

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website and the web link for the same is given below [weblink](#).

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Hemant Bharat Ram	Chairman / Managing Director of the Company	1	1
2	Dr. Meenakshi Nayar	Member / Independent Director & Chairperson of the Board	1	1
3	Mr. Rakesh Goel	Member/Non-executive Director of the company	1	1

Mr. Mohd Sagir acts as the Secretary of the Committee.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

Composition of the CSR committee shared above and is available on the Company's website at [Weblink](#)
CSR policy- [Weblink](#)
CSR projects- [Weblink](#)

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

Not applicable

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹/Lacs)	Amount required to be set-off for the financial year, if any (in ₹/Lacs)
1	2024-25	0.63	-
2	2023-24	0.79	0.63

6. Average net profit of the company as per section 135(5) ₹ **7594.09 Lacs**
7. a) Two percent of average net profit of the company as per section 135(5): ₹ **151.88 Lacs**
 b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. : **Nil**
 c) Amount required to be set off for the financial year, if any: ₹ **0.79 Lacs**
 d) Total CSR obligation for the financial year (7a+7b-7c): ₹ **151.09 Lacs**
8. (a) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year (in Lacs)	Amount Unspent (in Lacs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
47.65	104.07	13.04.2024	—	—	—

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	State.	District.	Project duration.	Amount allocated for the project (in Lacs)	Amount spent in the current financial Year (in Lacs).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Lacs).	Mode of Implementation -Direct (Yes/No).	Name	Mode of Implementation - Through Implementing Agency
1	Supporting Expenses for retrofitting and renovation of Auditorium for H.T.M Educational Society	(ii)	Yes	Haryana	Hisar	2 Years	114.11	10.04	104.07	No	H.T.M Educational Society	CSR00015865
2	Financial Assistant to set up Artificial Intelligence Lab (AI)	(ii)	No	Delhi	Delhi	3 years	30.00	-	-	No	IIITD	CSR00032882

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	State.	District.	Amount spent for the project (in ₹/Lacs).	Mode of implementation on-Direct (Yes/No).	Name.	Mode of implementation- Through implementing agency.
1	Amount spent for Educational Initiatives (Secondary School at Hisar)	(ii)	Yes	Haryana	Hisar	24.14	Yes	H.T.M. Educational Society	CSR00015865
2	Financial Assistance to the Caddies, who provides assistance to golfers during a match	(vii)	Yes	Delhi	Delhi	3.00	No	Caddies Welfare provides Trust	CSR00002186
3	For Supporting Expenses for white wash and other miscellaneous repairs for Promoting education	(ii)	Yes	Haryana	Hisar	10.47	Yes	H.T.M. Educational Society	CSR00015865

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

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

(f) **Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 151.72 Lacs**

(g) **Excess amount for set off, if any**

Sl. No.	Particular	Amount (in Lacs)
(i)	Two percent of average net profit of the company as per section 135(5)	151.88
(ii)	Total amount spent for the Financial Year	151.72
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-0.16
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.79
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.63

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Lacs)	Amount spent in the reporting Financial Year (in Lacs).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Lacs)
				Name of the Fund	Amount (in ₹).	Date of transfer.	
1.	2023-24	104.07	47.65	-	-	-	104.07
2.	2022-23	15.00	123.14	-	-	-	15.00
3.	2021-22	-	-	-	-	-	-
TOTAL		119.06	170.79	-	-	-	119.06

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1) Sl. No.	(2) Project ID.	(3) Name of the Project.	(4) Financial Year in which the project was commenced.	(5) Project duration.	(6) Total amount allocated for the project (in Lacs).	(7) Amount spent on the project in the reporting Financial Year (in Lacs).	(8) Cumulative amount spent at the end of reporting Financial Year. (in Lacs)	(9) Status of the project -Completed/ Ongoing.
01	Financial Assistance to set up Artificial Intelligence Lab (AI)	Financial Assistance to set up Artificial Intelligence Lab (AI)	2021-22	3 Years	30.00	15.00	15.00	ongoing
02	Supporting Expenses for retrofitting and renovation of Auditorium for H.T.M Educational Society	Supporting Expenses for retrofitting and renovation of Auditorium for H.T.M Educational Society	2023-24	2 Years	114.11	10.04	104.07	ongoing

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s).	Not Applicable
(b) Amount of CSR spent for creation or acquisition of capital asset.	Not Applicable
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Not Applicable
(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

We hereby declare that Company spends two per cent of the average net profit as per section 135(5) and implementation and monitoring of the CSR policy are in compliance with CSR objectives and Policy of the Company.

Place: New Delhi
Date: 29.07.2024

Hemant Bharat Ram
Chairman- CSR Committee

Rakesh Goel
Member- CSR Committee

Annexure-E
FORM NO. AOC -2

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

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

1. Details of contracts or arrangements or transactions not at Arm's length basis.

None; During the reporting period ended on 31st March 2024, all transactions were at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transactions	NIL
c)	Duration of the contracts/arrangements/transactions	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangements or transactions at Arms length basis.

NONE: DURING THE REPORTING PERIOD, THERE WAS NO MATERIAL* CONTRACT OR ARRANGEMENT

(*As defined under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and adopted by the Board of Directors in the Related Party Transactions Policy of the Company, "Material Related Party Transaction" means a transaction with a related party if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the company as per the last audited financial statements of the Company.)

- Name(s) of the related party and nature of relationship: NA
- Nature of contracts / arrangements / transactions: NA
- Duration of the contracts / arrangements / transactions: NA
- Salient terms of the contracts or arrangements or transactions including the value, if any: NA
- Date(s) of approval by the Board, if any: NA
- Amount paid as advances, if any: NA

**For and on behalf of the Board of
DCM Nouvelle Limited**

Dr Meenakshi Nayar
Chairperson
DIN: 06866256

Place: New Delhi
Date: 29.07.2024

Annexure-F

Statement of Disclosure of Remuneration under Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i. Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2023-24, the percentage increase in remuneration of Chief Financial Officer and other Executive Director(s) and Company Secretary during the financial year 2023-24.

Sl. No.	Names	Designation	% Increase in Remuneration in the Financial Year 2023-24	Ratio of remuneration of each Director/ to median remuneration of employees for financial year 2023-24
1	Mr. Hemant Bharat Ram-	Managing Director	0	203.84
2	Dr. Vinay Bharat Ram-	Whole Time Director	34.65	54.02
3	Mr. Sandeep Kumar Jain	Chief Financial Officer	1.75	30.76
4	Mr. Mohd Sagir	Company Secretary & Compliance Officer	33.66	4.85

- ii. In the financial year, there was an increase of 8.29% in the median remuneration of employees.
- iii. There were 2009 permanent employees on the role of company as on March 31, 2024.
- iv. The median remuneration of employees of the Company during the financial year 2023-24 is Rs 1,77,725/-
- v. Average percentage increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;
- The percentage increase in the salaries of employees other than Managerial Personnel (KMP) in Financial Year 2023-24 was 7.12%. The increments given to employees are based on their potential, performance, and contribution, which are benchmarked against applicable Industry norms.
- vi. All the Non-Executive Directors including Independent Directors did not receive any remuneration from the Company except the sitting fees for attending Board Meetings and Committee Meetings during the year 2023-24. Details of sitting fees are mentioned in the Corporate Governance Report.
- vii. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and Senior Management.

Annexure-G

I. DETAILS OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING THE YEAR UNDER REVIEW INCLUDING DETAILS OF EMPLOYEES EMPLOYED THROUGHOUT THE YEAR UNDER REVIEW AND WHO ARE IN RECEIPT OF REMUNERATION FOR THAT YEAR, WHICH IN AGGREGATE WAS NOT LESS THAN RS. 1.02 CRORES PER ANNUM:

Sr. No.	Name	Age (Year)	Designation	Qualification	Total Experience (Year)	Date of Commencement of employment	Remuneration received (₹ In lacs)	Particulars of last Employment	% age of Equity Shares held in the Company
A. Employed throughout the year									
1	Mr. Hemant Bharat Ram	58	Managing Director	B.S. (Math & Comp. Sc.), MS (IA)	33	April 1, 2019	362.28	DCM Ltd.	50.11
2	Dr. Vinay Bharat Ram	88	Whole Time Director	B.A. (Hons.) Economics, University of Delhi, MBA, Michigan University (Ann Arbor), Management Development Programme, Harvard University, Ph.D. in Economics from University of Delhi	62	October 1, 2019	96.00	DCM Ltd.	Nil
3	Mr. Vivek Kaushal	53	Chief Executive Officer	M.B.A.	31	December 8, 1995	67.53	Nahar Export Limited, Ludhiana	Nil
4	Mr. Sudip Nandy	54	Chief Technical Officer	B. Tech. (Textiles)	31	February 28, 2008	55.76	Arihant Spinning Mill, Malerkotla	Nil
5	Mr. Sandeep Kumar Jain	51	Chief Financial Officer	Chartered Accountant, LL.B., M. Com.,	26	January 15, 2007	54.66	S.A.P. Ltd. Meerut.	Nil
6	Mr. Bir Chand Jataiwal	54	Sr. General Manager	B. Tech.	32	October 13, 2007	39.80	Rana Polycot Ltd, Punjab	Nil
7	Ms. Poonam Sachdeva	58	Senior Manager- Corporate	P. G	36	April 1, 2019	39.25	DCM Ltd.	Nil
8	Mr. Harish Kumar Arora	47	Deputy General Manager	B. Tech	26	November 17, 1999	26.76	Vardhman Group	Nil
9	Santanu Bhattacharyya	52	Deputy General Manager (Maintenance)	B. Tech	26	November 25, 2013	24.30	Winsome Yarns	Nil
10	Mritunjay Chatterjee	49	Deputy General Manager	B.E (Electrical).	28	October 05, 2006	23.67	Winsome Yarns	Nil

Note:

- Remuneration include basic salary, contribution to provident and superannuation funds, allowances and taxable value of perquisites.
- Dr. Vinay Bharat Ram is the father of Mr. Hemant Bharat Ram, hence both are relatives.

Annexure-H

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

The details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are as follows:

A. Conservation of Energy:

i. The steps taken or impact on conservation of energy

Conservation of energy is an essential step towards overcoming energy crisis, environmental degradation and global competitiveness. The Company is giving due importance to conservation of energy and makes continuous efforts to conserve energy by effecting process and machinery modifications, implementation of technological advancements, development of newer methods, energy audit, proper and timely maintenance etc., amongst others. These measures lead to savings in terms of energy, money and time.

Besides continuing the measures taken in earlier years, following additional steps were taken during the financial year 2023-24 with a view to reduce cost of energy and consequently, the cost of production:

- Installed Exhaust air Outlet grill on WCS Card
- Installed LED lights on street within company premises.
- Installation of Inverter on Unmix Feed Ventilator Motor
- In house development of E-Rickshaw
- Installed Inverter on Compressor

ii. Green Energy Clean Energy

The Company produced 239.38 lacs units for in-house consumption through solar power plant during the previous financial year. Solar power is clean green electricity sourced from sunlight. Solar energy is a renewable free source of energy that is sustainable and totally inexhaustible, unlike fossil fuels that are finite. It is also a non-polluting source of energy and it does not emit any greenhouse gases when producing electricity.

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

Total installed capacity of solar power is 16.855 MWp. Further Company is planning to Install 1 MWp solar power plant in last quarter of financial year 2024-25. Besides this, Company has developed in house robotic cleaning system for cleaning of solar panels which has reduced man power and also efficiency of solar panels.

iv. The capital investment on energy conservation equipments - Nil

B. TECHNOLOGY ABSORPTION

- The efforts made towards technology absorption- Nil
- The benefits derived like product improvement, cost reduction, product development or import substitution - NA
- In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - Nil
- The expenditure incurred on Research and Development - Nil

C. Foreign Exchange Earnings & 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.

(Rupees in lacs)

Particulars	As on March 31, 2024
Foreign Exchange Earned	48,134.15
Foreign Exchange Used	407.59

Business Responsibility and Sustainability Report

About DCM Nouvelle Limited

DCM Nouvelle Limited is a leading manufacturer & exporter of 100% cotton carded, combed and compact yarns in single and two- ply forms in Count Range is Ne 14s to Ne 40s. The Company has spindle capacity of 1,57,872 located at Hisar with Approx. 40000 MT of annual production.

Overview:

DCM NOUVELLE strives to seek greater alignment between its stakeholders to generate value in the long term by delivering its promise. One Quality for all the Markets is the philosophy under which the Company operates its businesses.

About This Report

The Listing Regulations mandate the inclusion of the BRSR as part of the Annual Report for the top 1,000 listed entities based on market capitalisation. As of March 31, 2024, your company does not fall within the top 1,000 listed entities by market capitalisation. However, the Risk Management Committee recommended to the Board that the company voluntarily adopt all essential indicators of the BRSR disclosures for the financial year 2023-24. Accordingly, the BRSR report, excluding leadership indicators, has been integrated into this 8th Annual Report.

Section A:

General Disclosure

I. Details of the listed entity

1. Corporate Identity Number:	L17309DL2016PLC307204
2. Name of the Listed Entity:	DCM NOUVELLE LIMITED
3. Year of Incorporation:	17.10.2016
4. Registered Office Address:	407, Vikrant Tower, 4 Rajendra Place, New Delhi - 110 008
5. Corporate Address:	Same as above
6. E-mail:	info@dcmnvl.com
7. Telephone:	+91 11 4367 8490
8. Website:	https://www.dcmnvl.com/
9. Date of start of Financial Year	Start Date End Date
Financial Year	01.04.2023 31.03.2024
Previous Year	01.04.2022 31.03.2023
Prior To Previous Year	01.04.2021 31.03.2022
10. Name of the Stock Exchange(s) where shares are listed:	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)
11. Paid-up Capital:	18,67,77,490/-
12. Name and contact details (telephone, email) of the person who may be contacted in case of queries on the BRSR report	Mr. Mohd Sagir Company Secretary & Compliance officer info@dcmnvl.com 011 4367 8490
13. Reporting boundary-Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity AND all the entities which form a part of its consolidated financial statements, taken together).	The disclosure under this report is made on a standalone basis.

14. Whether the Company has undertaken reasonable assurance of the BRSR Core ?

Not Applicable

II. Products and Services:

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

Sr. No.	Description of the Main Activity	Description of Business Activity	% Turnover of the Entity
1.	Cotton Yarn	Manufacturing of Cotton Yarns	91%

16. Product/Services sold by the entity (accounting for 90% of the entity's turnover):

Sr. No.	Product/ Service	NIC Code	% of Total Turnover Contributed
1.	Cotton Yarn	131	91%

III. Operations:

17. Number of locations where plants and/or operations/ offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	1-Manufacturing Plant at Hisar, Haryana.	1-Registered cum corporate office at New Delhi.	2
International	-	-	-

18. Markets Served by the Entity:

a) Number of Locations:

Location	Number
National (No. of States)	10
International (No. of Countries)	30

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

45.69%

c) A brief on types of customers?

DCM Nouvelle Limited is a leading manufacturer & exporter of 100% cotton carded, combed & Compact yarns in single and two-ply forms of count range Ne 12s to 40s. Our products are mostly sold through dealers and agents to the manufacturer of Textiles product mainly Towels, Hosiery and garments.

IV. Employees:

19. Details as at the end of Financial Year 2023-24

a) Employees and Workers Employees

Employees (including differently abled)

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (c)	Percentage (C/A)
1	Permanent Employees	155	147	94.84	8	5.16
2	Other than Permanent Employees	-	-	-	-	-
3	Total employees (1+2)	155	147	94.84	8	5.16

Workers (including differently abled)

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
4	Permanent (F)	1664	1104	66.35	560	33.65
5	Other than Permanent (G)	-	-	-	-	-
6	Total employees (F+G)	1664	1104	66.35	560	33.65

b) Differently abled Employees and Workers

Differently Abled Employees

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
1	Permanent Employees	-	-	-	-	-
2	Other than Permanent Employees	-	-	-	-	-
3	Total employees (1+2)	-	-	-	-	-

Differently Abled Workers

S. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
4	Permanent Employees	-	-	-	-	-
5	Other than Permanent Employees	-	-	-	-	-
6	Total employees (1+2)	-	-	-	-	-

20. Participation/ Inclusion/ Representation of Women

	Total (A)	Number of Female (B)	Percentage (B/A)
Board of Directors (BOD)	7	1	14.29%
Key Management Personnel*	2	0	0.00%

*Excluding BOD

21. Turnover rate for permanent employees and workers:

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	29.83	44.44	74.27	14.03	0.70	14.73	11.17	0	11.17
Permanent Workers	69.09	30.91	100	62.98	29.03	92.01	55.98	25.73	81.71

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

22. Names of holding/ subsidiary/ associate companies/ joint ventures

S. No.	Name of the holding / subsidiary/associate companies/joint ventures (A)	Indicate whether holding/Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	DCM Nouvelle Specialty Chemicals Limited	Subsidiary	81.39%	No

VI. CSR Details:

23. (i). Whether CSR is applicable as per Section 135 of Companies Act, 2013 (Yes/No)	Yes
(ii). Turnover (in ₹)	1080.88 Cr
(iii). Net Worth (in ₹)	321.92 Cr

VII. Transparency and Disclosures Compliances:

24. Complaints/ Grievances on any of the principles (1-9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide weblink for grievance redress policy)	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	0	0	-	0	0	-
Investors (other than shareholders)	Yes	0	0	-	0	0	-
Shareholders	Yes	0	0	-	5	0	-
Employees and workers	Yes	145	2	-	-	-	-
Customers	Yes	-	-	-	109	5	-
Value Chain Partners	Yes	0	0	-	0	0	-

Though the Company does not have a formal grievance redressal policy/ies, there are detailed procedures in place for addressing the grievances across different stakeholders.

Details of the grievance redressal mechanism are elucidated below:

Investors and Shareholders:

The Company has designated an exclusive e-mail id info@dcmnvl.com, to enable investors and shareholders to register their grievances, if any. Other mechanisms to receive the grievances are physical letters to the registered office address, e-mails to the Registrar and Transfer Agent (RTA), Skyline Financial Services Private Limited on their designated email id info@skylinerta.com, physical letters or telephone call or physical visit to RTA, designated grievance redressal facilitation platform of SEBI SCORES, from Stock Exchanges i.e. BSE & NSE through their online portals, letters received from Registrar of Companies (ROC) and complaints received on Smart ODR Portals of BSE and NSE. Each email received is responded to wherever the details are readily available with the Company.

All grievances received by RTA are forwarded to the Company and the Company replies accordingly. The Company regularly monitors & maintains Report to ensure that timelines are properly followed for closure of queries/complaints received. Complaints received through stock exchanges, regulators, ROC are monitored and the responses are uploaded on the respective regulators portal. The Company regularly checks the status of closure of these complaints. On a quarterly basis, the Company submits a report to Stock Exchanges providing details of complaints received and redressed. These details also placed with the Board on a quarterly basis, for their information.

Value chain partners can avail the grievance redressal mechanism through various channels, including an email address, a shared service helpdesk, and the Whistle Blower Policy. **1) Refer link**

The grievance redressal mechanism for employees and workers, community and customers are explained in Principle 3, 8 and 9 respectively.

25. Overview of the entity's material responsible conduct issues:

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

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Corporate Governance & Conduct	R	Good corporate governance is essential for DCM Nouvelle. Risks in this area can harm our reputation, damage trust with stakeholders, and disrupt our business.	Periodical internal reviews, audit and presentations on changes introduced by regulators.	Negative
2.	Health and Safety	R	Health and safety for our employees and workers is very important to us. By identifying risks and putting measures in place to reduce them, we help keep our employees safe and confident.	We offer regular health and safety training to all employees and workers to promote a safety culture and ensure a safe working environment.	Negative
3.	Labour Management	R/O	As a manufacturing organization, compliance to labour management and labour laws is critical.	The Company ensures complete compliance with all the applicable labour rules and regulations.	Negative/ Positive
4.	Human Capital Development	O	Offer training and programs to improve employees' skills through job-specific training, soft skills development, and sabbaticals. This will boost performance and help create an innovative and empowered workforce.	NA	Positive

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5.	CSR	O	As a part of the Company's commitment to society, comprehensive interventions are undertaken in education and healthcare.	NA	Positive
6.	Responsible Supply Chain	R/O	Our supply chain consists of local suppliers, with a significant part of our raw materials being supplied by Domestic suppliers.	Our organization has built long-term relationships with key raw material suppliers, many of whom follow good practices for sustainability. We also have a thorough due-diligence process in place before entering into any long-term contracts with suppliers or logistics partners.	Negative/ Positive
7.	Enhancement of Renewable Power	O	Using renewable clean power helps reduce CO2 emissions and lowers the company's power costs.	NA	Positive
8.	Responsible Investment	O	Investment approach that recognizes the generation of long-term sustainable returns and is dependent on stable, well-functioning and well-governed social, environmental, and economic systems	NA	Positive
9.	Business Ethics	R	-	Whistle blower policy and its deployment. The Company has a whistle blower policy for its employees, vendors and channel partners.	Negative

Section B:

Management and Process Disclosures

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

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1. Policy and management processes									
a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes, each principle and its core elements are covered by one or more policies of the Company								
b. Has the policy been approved by the Board? (Yes/No)	Yes, the policies are approved by the Board/Board Committee as applicable								
c. Web Link of the Policies, if available	https://www.dcmnvl.com/policies-and-code.html								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Most of the policies are implemented through procedures which are either incorporated in the policies or available as separate documents/SOPs/processes.								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes,								
4. Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 9000, BCI YARNS, Better Cotton for All, Global Organics textile Standard (GOTS) OEKO TEX STANDARDS 100, Importer - Exporter Code (IEC)								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	DCM Nouvelle has identified ESG key focus areas and has set ESG targets internally which are monitored and acted upon continuously.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Our sustainability strategy is closely aligned with the UN SDGs to contribute towards meaningful change around the world.								
Governance, leadership, and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	At DCM Nouvelle, we take our responsibilities to society seriously. We believe that including environmental, social, and governance (ESG) principles in how we do business is crucial. It helps us become stronger, fosters a positive company culture, and creates lasting value for everyone involved. Our sustainability plan looks at current trends and how our actions affect people we work with. Right now, We're focusing on key areas like climate change, energy, safety, innovation, governance, ethics, and integrity. These priorities will shape how we operate in the future. Also, we're making progress in various ESG aspects by improving policies, systems, turning plans into action, keeping a close eye on our efforts, and helping our team grow through different methods.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Company has constituted Risk management Committee and appointed Mr. Hemant Bharat Ram, Managing Director as Chief Risk Officer of the Company, to oversee the implementation of the policies.								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No).	Yes, the Company's Risk Management Committee is responsible for decision making on sustainability related issues. For details of the composition, role, and terms of reference, please refer to Annexure 'B' to the Board Report of the Annual Report FY 2023-24.								

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
10. Details of Review of NGRBCs by the Company:									
Performance against above policies and follow up action	Yes								
Frequency (Annually / Half yearly / Quarterly / Any other - please specify)	Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliance	Compliance Report regarding all applicable laws is placed before the Board on quarterly basis.								
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	The Company conducts internal periodic review of the policies that are evaluated by the functional heads and approved by the leadership team.								
12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:	Not applicable								

SECTION C:

Principle-Wise Performance Disclosure

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/ Principles covered under training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	04	Business, strategy, risk, ESG, visit to site/operative plants and update of laws.	100%
Key Managerial Personnel	04	During the year, the BoD of the Company has devoted time on various matters relating to issues pertaining to business, governance, IT issues, risk management, Policies, and procedures implementations.	100%
Employees other than BoD and KMPs	29	The company organizes various training sessions both online and offline conducted by internal or external experts throughout the year. These sessions cover important topics like safety, code of conduct, prevention of sexual harassment, cybersecurity, diversity and inclusion, and sustainability for all employees. Additionally, employees receive job-specific training tailored to their roles, focusing on areas such as behavioral skills, leadership development, and project management as needed	100%
Workers	20	The workforce undergoes numerous trainings which include but not limited to, health and safety, equipment operation, handling of tools and material, behaviour-based safety, first aid, and others.	43.34%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings with regulators/ law enforcement agencies/ judicial institutions in FY24 (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

	NGRBC Principle	Name of the regulatory/ enforcement authority/ judicial institutions	Amount (INR)	Brief of case	Has an appeal been preferred? (Yes or NO)
Monetary					
Penalty/Fine					
Settlement				No Cases reported during the Year	
Compounding fee					
Non - Monetary					
Imprisonment				No Cases reported during the Year	
Punishment					

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

No cases have been reported during FY 2023-24

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

Yes. The Company has adopted an 'Anti Bribery Policy' in line with legal and statutory framework on anti-bribery and anti-corruption legislation prevalent in India. The policy encompasses all permanent and temporary employees, subsidiaries, joint venture partners, associate companies, third parties associated with the Company to abstain from engaging in any form of bribery or corruption. It reflects the Company's commitment to maintain the highest ethical standards and undertake fair business practices.

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

	Financial Year 2023-24	Financial Year 2022-23
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. There were **no complaints** received in relation to issues of conflict of interest of the Directors and KMPs during the reporting period FY 2023-24.

7. Provide details of any corrective action taken or underway on issues related to fines/ penalties/ action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

No cases or complaints received in the above matters.

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	Financial Year 2023-24	Financial Year 2022-23
Number of day of accounts payables	10	9

9. Open-ness of business Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	Financial Year 2023-24	Financial Year 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases		
	b. Number of trading houses where purchases are made from	Not estimated	
	c. Purchases from top 10 trading houses as % of total purchases from trading houses		
Concentration of Sales	a. Sales to dealers/distributors as % of total sales		
	b. Number of dealers/distributors to whom sales are made	Not estimated	
	c. Sales to top 10 dealers/distributors as % of total sales to dealers /Distributors		
Share of RPTs in Material Subsidiary	a. Purchases (Purchases with related parties/ Total Purchases)	-	-
	b. Sales (Sales to related parties / Total Sales)	-	-
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	100	-
	d. Investments (Investments in related parties/ Total Investments made)	100	100

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.

Essential indicators

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

	Current Financial Year 2023-24	Previous Financial Year 2022-23	Details of improvements in environmental and social impacts
R&D	Nil	Nil	NA
Capex	Nil	Nil	NA

2. a. Does the entity have procedures in place for sustainable sourcing? Yes

At DCM Nouvelle, we work closely with numerous local suppliers, prioritizing those from our community. We choose suppliers based on open communication and clear criteria that emphasize human rights, health and safety standards, business ethics, and environmental policies. Our procurement policy places importance on sustainability practices when selecting suppliers

b. If yes, what percentage of inputs were sourced sustainably?

100% (including procurement of capital goods)

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

Plastics (including packaging)	
E-waste	No Such, Company sells all waste material to the local vendors
Hazardous waste and other waste.	

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

Not Applicable

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

Essential indicators

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	147	105	71.43	147	100	NA	NA	NA	NA	NA	NA
Female	8	8	100	8	100	8	100	NA	NA	NA	NA
Total	155	13	72.90	154	100	9	100	NA	NA	NA	NA
Other than permanent employees											
Male	All benefits extended to the contract workforce (workers) are in line with statutory provisions.										
Female	As a principal employer DCM Nouvelle is committed to ensuring compliance.										
Total											

b. Details of measures for the well-being of employees:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	1104	1104	100	1104	100	NA	NA	NA	NA	NA	NA
Female	560	560	100	560	100	560	100	NA	NA	NA	NA
Total	1664	1664	100	1664	100	560	100	NA	NA	NA	NA
Other than permanent workers											
Male	NA										
Female											
Other											

All benefits extended to the contract workforce (workers) are in line with statutory provisions. As a principal employer DCM Nouvelle is committed to ensuring compliance.

c. Spending on measures towards well being of employees and workers (including permanent and other than permanent in the following

	Financial Year 2023-24	Financial Year 2022-23
(i) Cost incurred on well-being measures (well-being measures means well-being of employees and workers including male, female permanent and other than permanent employees and workers	81,98,997	63,99,607
(ii) Total revenue of the Company	1080,87,66,153	864,40,80,581
(iii) Cost incurred on wellbeing measures as a % of total revenue of the Company	0.08%	0.07%

2. Details of retirement benefits for the Current FY and Previous FY

Benefits	2023-24 (Current financial year)			2022-23 (Previous financial year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Y	100	99.60	Y
Gratuity	100	100	N.A.	100	99.60	N.A.
ESI	21.29	100	Y	16.88	100	Y
Others (Superannuation)	63.22	0	Y	61.74	0	Y

3. Accessibility of workplaces

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

Most of the Company's permanent premises are accessible to differently abled people with wheelchairs (viz. through ramps, toilets, lifts). The Company is taking steps to provide the right infrastructure to support the needs of individuals with disabilities and preparing the remaining premises for accessibility infrastructure.

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

Yes, the Company provides equal rights to its employees and does not discriminate on any ground, including race, caste, religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin, disability, or any other category protected by applicable law. The Company also recruits, develops, and promotes its employees solely on performance, merit, competence and potential. [Weblink](#).

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	-	-	-	-
Female	-	-	-	-
Total	-	-	-	-

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes, the Company has implemented an open-door approach for every employee, regardless of their position.
Other than permanent workers	It offers various platforms to its employees for sharing their grievances and concerns, including Ethics Speak up, HR Helpdesk and emails to their supervisors.
Permanent Employees	Further the company follows the Code of Conduct encouraging employees to raise concerns about Bribery, corruption, Sexual Harassment, Human rights issues, Insider trading and many more.
Other than Permanent Employees	

The Company encourages all its stakeholders to raise concerns, grievance, and alerts. The Complainant is provided adequate protection under the policies.

All employees and workers can report via below modes:

- o Through email at: info@dcmnvl.com
- o In case of letters (protected disclosure) submitted by hand-delivery, courier or by post addressed to the Chairman of the Audit Committee at his address.

7. Membership of employees and workers in association(s) or Unions recognised by the listed entity:

DCMNVL does not have any employees or worker unions or associations. However, in line with the Policy on Respect for Human Rights, Company recognises right to freedom of association.

8. Details of training given to employees and workers:

Category	2023-24 (Current financial year)					2022-23 (Previous financial year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	342	80	23.39	310	90.64	374	74	19.78%	300	80.21%
Female	11	3	27.27	10	90.90	10	4	40.00	6	66.00%
Total	353	83	23.51	320	90.65	384	78	20.31	306	79.69
Workers										
Male	1109	780	70.33	698	62.93	1526	808	52.95	718	47.05
Female	564	344	60.99	346	61.34	687	364	52.98	323	47.01
Total	1673	1124	67.18	1044	62.40	2213	1172	52.96	1041	47.04

Training is an element for safety awareness. Health and safety training is imparted to employees as a part of the induction module at the time of joining to achieve minimum mandatory awareness related to health and safety (H&S). Constant reinforcement sessions are conducted through webinars, trainings, posters, emails, and floor meetings.

Note: We have initiated monitoring of training data on health and safety measures from the financial year 2023-24

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

Category	2023-24 (Current financial year)			2022-23 (Previous financial year)		
	Total (A)	No. (B)	% (B / A)	Total (D)	No.(E)	% (E / D)
Employees						
Male	342	114	33.33	374	128	34.22
Female	11	4	36.36	10	4	40
Total	353	118	33.43	384	132	34.38
Workers						
Male	1109	188	16.95	1526	165	10.81
Female	564	3	0.53	687	1	0.15
Total	1673	191	11.42	2213	166	7.50

10. Health and safety management system:

DCMNVL recognizes Health and Safety of its workforce as one of the key focus areas in the organization. It also recognizes that adherence to applicable legislations is a minimum start point and strives to continuously benchmark & improve the safety at offices and sites.

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

Yes, DCMNVL has an Occupational Safety management system (OSHS), which consists various Standard Operating procedures like Accident reporting & investigation, Fire reporting & investigation, Fire Drill, Emergency response, Work permit system, Internal Safety Audit, Safety Committee.

DCMNVL has a KPI System for Safety awareness, reduce accident and fire case, identify of unsafe act/condition, Safety system upgradation.

DCMNVL regularly does the third party checking of Appliance Testing (Lifting tools tackles, Air receiver, Fork lifter, EOT crane).

DCMNVL has Internal checking system of firefighting equipments - fire cylinder, hydrant, smoke detector, fire alarm, fire sensor, internal checking system of vehicles.

DCMNVL conduct inspection in every year for better control on the management system.

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

DCMNVL has internal unsafe act/conditions identification system which act on daily basis. We have internal safety audit committee. DCMNVL identify the safety issue.

Incident reporting by employees and workers:

DCMNVL encourages its employees and workers to report any incidents, accidents, or near-misses that occur in the workplace.

Safety walkthroughs by the leadership and senior management:

DCMNVL conducts regular safety walkthroughs of its facilities to identify potential hazards and assess their risk.

Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks? (Yes/No)

Yes. The Company's workers have multiple channels to report incidents and accidents through the incident reporting system, emails, verbal reporting to supervisors and HR helpline.

Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes/No)

Yes, DCMNVL has a medical officer-in-campus and corporate tie-ups with the nearest multi-specialty hospitals for any emergencies.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	2023-24 (Current financial year)	2022-23 (Previous financial year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	-	-
Total recordable work-related injuries	Employees	-	-
	Workers	-	-
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy work place:

The Company undertook various measures to ensure a safe and healthy workplace which include

- Safety review with management.
- Providing Safety training programs for employees by internal and external faculty.
- Celebrate Safety Week, Environment Day.
- Safety poster display.
- Fire drill.
- Facilitating doctor on campus.
- Mandating medical check-ups for high-risk categories.

13. Number of complaints on the following made by employees and workers:

Category	2023-24 (Current financial year)			2022-23 (Previous financial year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	-	-	NA	-	-	NA
Health & Safety	15	-	NA	17	-	NA

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	An internal assessment was conducted for manufacturing facilities,
Working Conditions	offices to understand potential human rights risks through Admin in charge.

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions: Not Applicable

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential indicators

1. Describe the processes for identifying key stakeholder groups of the entity-stakeholder analysis and the key stakeholders include shareholders, customers, employees, and Government.

The Company aims to balance the needs, interests, and expectations of various stakeholders with those of the business and deliver long-term value. The Company take a collaborative approach when it comes to working with both internal and external stakeholder namely employees, suppliers, dealers, customers, shareholders / investors, communities surrounding the operations and government / regulatory authorities and gives utmost importance to healthy relationship and continuous engagement with them.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder groups.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/Half yearly/ Quarterly/ others please specify)	Purpose and scope of engagement including key topics and concerns raised during such Engagement
Regulatory bodies	No	<ul style="list-style-type: none"> Regulatory filings Meetings Emails Through Industry Associations 	As per requirement	<ul style="list-style-type: none"> Compliance requirements Upcoming rules and regulations Industry representation on key Matters
Shareholders	No	<ul style="list-style-type: none"> Regulatory filings Company website Quarterly publication of results 	As per requirement	<ul style="list-style-type: none"> Financial and non-financial performance Corporate governance, Ethics, and value
Suppliers	No	<ul style="list-style-type: none"> Emails Periodic meetings Visits to supplier's facilities Conferences 	Regularly	<ul style="list-style-type: none"> Business opportunities, quality, and safety of raw materials Materials management Issues faced by Company/suppliers
Customers	No	<ul style="list-style-type: none"> Emails Meetings Conferences Surveys to capture customer satisfaction level 	Regularly	<ul style="list-style-type: none"> Product innovation and life-cycle efficiency Resolution of Customer Complaints Quality and Safety New products offerings
Employees	No	<ul style="list-style-type: none"> Emails Notice board Meetings Open house sessions with senior management Grievance mechanism Performance feedback Surveys to capture employee satisfaction level Focused trainings and awareness sessions 	Regularly	<ul style="list-style-type: none"> Career growth prospects Learning and development programs Trainings Rewards and Recognition Occupational Health and Safety Grievance redressal mechanism Ethics and transparency Total Quality Management IT enablement & digitisation Employee-oriented work policies
Local Communities	Yes	<ul style="list-style-type: none"> Community meetings CSR projects Email 	Regularly	<ul style="list-style-type: none"> Partnership with local NGOs for servicing wider set of local communities Local infrastructure development, training, providing scholarships, and other necessary support

Principle 5: Businesses should respect and promote human rights

Essential indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	2023-24 (Current financial year)			2022-23 (Previous financial year)		
	Total (A)	No. of employees/workers covered (B)	% (B/ A)	Total (C)	No. of employees/workers covered (D)	% (D / C)
Employees						
Permanent	0	0	0	154	43	27.92
Other than permanent	NA	NA	NA	NA	NA	NA
Total Employees	0	0	0	154	43	27.92
Workers						
Permanent	NA	NA	NA	NA	NA	NA
Other than permanent	NA	NA	NA	NA	NA	NA
Total Workers	NA	NA	NA	NA	NA	NA

Human rights awareness is covered through various informal processes for the workmen. Induction is a mandatory requirement for any workmen joining at any site/location/project. Induction includes, but not limited to, topics such as wage breakup, PF deduction, health and safety, account creation for wage deposit, KYC. Additionally, there are systems in place to ensure that there is no child labour (submission of Aadhar card as proof of age), no forced labour through proof of employment (wage slip, issuance of gate pass/ID card).

2. Details of minimum wages paid to employees and workers in the following format:

Category	2023-24 (Current financial year)					2022-23 (Previous financial year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/ A)	No. (C)	% (C / A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	155	0	0.00%	155	100.00%	154	0	0.00%	154	100.00%
Male	147	0	0.00%	147	100.00%	148	0	0.00%	148	100.00%
Female	8	0	0.00%	8	100.00%	6	0	0.00%	6	100.00%
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	1664	1469	88.28	195	11.72	2006	1835	91.48	171	8.52
Male	1104	912	82.61	192	17.39	1380	1210	87.68	170	12.32
Female	560	557	99.46	3	00.54	626	625	99.84	1	00.16
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-

3. a. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/salary/wages of respective category	Number	Median remuneration/salary/wages of respective category
Board of Directors	2	229,13,809/-	0	-
Key Managerial Personnel	2	31,63,809/-	0	-
Employees other than BOD and KMP	195	4,32,596/-	12	289480
Workers*	2917	1,76,607/-	943	172450

*For the above purpose permanent employees and permanent workers are considered.

b. Gross wages paid to females

	2023-24 (Current financial year)	2022-23 (Previous financial year)
Gross wages paid to females	8,67,13,034	7,01,55,973
Total wages	31,30,15,484	25,40,21,313
Gross wages paid to females(Gross wages paid to females as % of total wages)	27.70%	27.62%

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Company has assigned the responsibility of addressing human rights issues or impacts to the Head of the Human Resource department.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has dedicated industrial relation manager, who is responsible to redress grievances related to human rights.

Open-door policy:

The Company has an open-door policy that allows employees to raise any human rights concerns with their managers or supervisors.

Grievance redressal mechanism:

The Company has a grievance redressal mechanism in place that allows employees to report any human rights violations or concerns anonymously.

Social Accountability Policy

The Company has a Social Accountability Policy that sets out DCM Nouvelle commitment to human rights and ethical business practices.

Helpline:

The Company has an HR helpline that employees and workers can use to report any concerns related to human rights violations, ethical misconduct, or other issues.

HR helpdesk:

The Company's HR helpdesk helps employees to approach or raise any concerns related to human rights or other issues.

6. Number of Complaints on the following made by employees and workers

Category	2023-24 (Current financial year)			2022-23 (Previous financial year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	01	0	NIL	0	0	NIL
Discrimination at workplace	0	0	NIL	0	0	NIL
Child Labour	0	0	NIL	0	0	NIL
Forced Labour/ Involuntary Labour	0	0	NIL	0	0	NIL
Wages	0	0	NIL	0	0	NIL
Other human rights related issues	0	0	NIL	0	0	NIL

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	2023-24 (Current financial year)	2022-23 (Previous financial year)
i) Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	1	0
ii) Female employees / workers	955	632
iii) Complaints on POSH as a % of female employees/workers	0.10%	0
iv) Complaints on POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases

DCMNVL has established multiple mechanisms to prevent adverse consequence to the complainant. This includes POSH, Grievance Redressal mechanism and HR helpline to promote protected disclosures.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	The units undergo periodic audits to ensure adherence and verify compliance with the applicable standards and guidelines. Furthermore, an internal assessment was conducted for manufacturing facilities, offices to understand any potential human rights risks through the Human resource department of the Company.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Discrimination at workplace	
Others - please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

No significant risks/concerns arose that required any corrective actions with respect to human rights related issues.

Principle 6: Businesses should respect and make efforts to protect and restore the environment.

Essential indicators

1. Details of total energy consumption (in joule-J) and energy intensity in the following format:

Whether total energy consumption and energy intensity is applicable to the company? Yes

Parameter	2023-24 (Current financial year)	2022-23 (Previous financial year)
Revenue from operation (in ₹)	10808766153.00	8644080581.00
From renewable sources		
Total electricity consumption (A)	84183.78	74510.01
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources D= (A+B+C)	84183.78	74510.01
From non-renewable sources		
Total electricity consumption (A)	316779.12	209639.07
Total fuel consumption (B)	51.91	247.17
Energy consumption through other sources (C)	0	0
Total energy consumed from non-renewable sources D= (A+B+C)	316831.03	209886.24
Total energy consumed	401014.81	284396.25
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations)	0.00004	0.00004
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)(Total energy consumed / Revenue from operations adjusted for PPP)	-	-
Energy intensity in terms of physical Output	-	-
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance was carried out by an external agency? (Yes/No)
If yes, the name of the external agency- No

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Yes/No) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No, the Company does not have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water in the following format:

Parameter	2023-24 (Current financial year)	2022-23 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	210959	186448
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	210959	186448
Total volume of water consumption (in kilolitres)	210959	186448
Water intensity per rupee of turnover (Water consumed / turnover)	0	0.024
Water intensity (optional)–the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance was carried out by an external agency? (Yes/No)
If yes, the name of the external agency- No

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

No

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	2023-24 (Current financial year)	2022-23 (Previous financial year)
NOx	-	-	-
SOx	-	-	-
Particulate matter (PM)	-	-	-
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance was carried out by an external agency? (Yes/No)
If yes, the name of the external agency- No

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	unit	2023-24 (Current financial year)	2022-23 (Previous financial year)
NOx	-	-	-
SOx	-	-	-
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	-	-
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	-	-
Total Scope 1 and Scope 2 emissions per rupee of turnover	-	-	-
Total Scope 1 and Scope 2 emission intensity (optional)- the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance was carried out by an external agency? (Yes/No)
If yes, the name of the external agency- No

7. Does the entity have any project related to reducing Green House Gas emission?

No, However, DCMNVL increased its renewable energy share - in FY 2023-24, our energy consumption from renewable sources stood at 74510.01 GJ with an increase of 214% as compared to FY 2022-23.

8. Provide details related to waste management by the entity, in the following format:

Parameter	2023-24 (Current financial year)	2022-23 (Previous financial year)
Total Waste generated		(in metric tonnes)
Plastic waste (A)	66 MT	61 MT
E-waste (B)	1 MT	0.800 MT
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0.300	0.200
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G)	0	0
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	0	0
Total (A+B + C + D + E + F + G+ H)	67.30 MT	62 MT

Parameter	2023-24 (Current financial year)	2022-23 (Previous financial year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		(in metric tonnes)
(i) Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	67.30 MT	62 MT
Total	67.30 MT	62 MT
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
		Category of waste
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations- Sold	67.30 MT	62* MT
Total	67 MT	62 MT

*We sell our Plastic waste, E-waste & Battery waste in a responsible manner to authorized dealers for recycling.

Note: Indicate if any independent assessment/evaluation/assurance was carried out by an external agency? (Yes/No)
If yes, the name of the external agency- No

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The company aims to minimize all types of waste by adopting Reduce-Reuse-Recycle philosophy. The company ensures that all the waste collected like Plastic Waste, Battery Waste, E-waste etc. are disposed through authorized dealers for recycle. Further, Electronic waste management is being done as per the guidelines established in E-waste Management Rules, 2016.

Further, DCMNVL being a Cotton Yarn Manufacturer, we have no such usage of hazardous and toxic chemicals in our products and processes.

Following are the waste management practices adopted by the company:

- To minimize the usage of paper products, the company has implemented use of reusable cups & glasses for employees to consume tea & coffee. This step has reduced waste by doing away with the need of paper products for tea/ coffee leading to less wastage.
- Encourage employees to switch to reusable water bottles to reduce plastic waste.
- We have removed dustbins from individual workstations to reduce the usage of Garbage bags.

10. If the Company has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/ clearances are required, please specify details:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
NA			

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable law in the current financial year: -

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA					

12. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, DCMNVL, has complied with applicable environmental law/regulations/guidelines in India.

S. No.	Specify the law / regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a responsible and transparent.

Essential indicators

1. a. Number of affiliations with trade and industry chambers/ associations: 6(Six)

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National/International)
1.	Confederation of India Textiles Industry (CITI)	National
2.	Northern India Textiles Mill's Association (NITMA)	National
3.	Faridabad Industries Association	National
4.	Confederation of Indian Industry (CII)	National
5.	Indian Cotton Association Ltd	National
6.	National Safety Council (NSC)	National

2. There has been **no action taken** or underway on any issues related to anti-competitive conduct by the entity, based on any adverse orders from regulatory authorities.

Principle 8: Businesses should promote inclusive growth and equitable development.

Essential indicators

1. Details of Social Impact Assessments (SIA) projects undertaken by the entity based on applicable laws, in the current financial year 2023-24: **Not Applicable**
2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format: **Not applicable**

3. Describe the mechanisms to receive and redress grievances of the community.

The Company has a robust grievance mechanism to receive and redress complaints or any concerns raised by the community. We constantly engage with local communities through various means such as personal visits, surveys, meetings, letter etc. to understand their concerns and take appropriate actions to resolve them.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers.**

Parameter	2023-24 (Current financial year)	2022-23 (Previous financial year)
Directly sourced from MSMEs/ small producers	68.76%	12.76%
Sourced directly from within the district and neighbouring districts	46.33%	46.67%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner.

Essential indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

Customer complaints are received through various channels including email, letters, customer complaint registers, and direct verbal communication with marketing teams. Additionally, the Company provides in house portal for gathering customer feedback. Feedback is systematically collected using structured forms on a periodic basis.

Complaints and feedback are documented according to predefined formats and handled through Standard Operating Procedures (SOPs) within the Quality Management System. Upon receipt, customer inputs are categorized and directed to the respective teams or departments responsible for resolution.

These records undergo regular reviews at different management levels, starting from marketing department teams and progressing up to the Business Head, ensuring timely actions and responses to customer concerns.

2. **Turnover of products and/services as a percentage of turnover from all products/service that carry information about:**

	As percentage to total turnover
Environmental and social parameters relevant to the product	
Safe and responsible usage	Not Applicable
Usage recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	2023-24 (Current financial year)		2022-23 (Previous financial year)	
	Received during the year	Pending resolution at end of year	Received during the year	Pending resolution at end of year
Data privacy	-	-	-	-
Advertising	-	-	-	-
Cyber-security	-	-	-	-
Delivery of essential services	-	-	-	-
Restrictive Trade Practices	-	-	-	-
Unfair Trade Practices	-	-	-	-
Other (Customer Complaints- Product related)	63	1	109	5

4. There have been **no instances** of product recalls (voluntary or forced) on account of safety issues during the financial year FY 2023-24.

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No). If available, provide a web-link of the policy.

Yes. The Company has 'Data Privacy Policy'.

6. There have been no occurrences on issues relating to advertising, health, safety, marketing and labelling regulations, delivery of essential services, cyber security and data privacy of customers or any product recalls for DCMNVL. All customer complaints received on various channels mentioned above (indicator 1 of this principle) are dealt with on a priority basis and resolved effectively in a time-bound manner.

Corporate Governance Report

Corporate Governance Report

Corporate Governance is essential for responsibly and transparently achieving our strategic objectives while ensuring accountability to our stakeholders. Our company has established a robust framework of corporate governance that prioritizes the long-term interests of every stakeholder. We operate with a steadfast commitment to integrity, fairness, equity, transparency, accountability, and our core values. Our governance structure is underpinned by well-structured policies and procedures that form the foundation of our governance philosophy. These policies are designed to uphold high standards across all our operations.

Corporate Governance Philosophy

Corporate governance is about maximizing shareholders value legally, ethically and on a sustainable basis. At DCM Nouvelle Limited (DCMNVL), the goal of corporate governance is to ensure fairness for every stakeholder i.e., our customers, investors, employees, vendor-partners, the community, and the government. We believe that sound corporate governance is critical in enhancing and retaining investor trust. It reflects our culture, our policies, our relationship with stakeholders and our commitment to values. Accordingly, we always seek to ensure that our performance is driven by integrity. Your company has a long history of sound governance practices that are fair, transparent, and ethical.

Governance principles

Board of Directors ("the Board") of DCMNVL has the obligations for the stewardship of the Company. Accordingly, the Board shall be responsible for the overall direction, supervision, and control of DCMNVL.

The Company seeks to adopt good corporate governance practices and to ensure compliance with all relevant laws and regulations. The Company conducts its activities in a manner that is fair and transparent and also perceived to be such by others.

The Company's corporate governance policies and practices are founded on the following principles:

- To recognize the respective roles and responsibilities of the Board and Management
- To achieve the highest degree of transparency by maintaining the optimum level of disclosure.
- To ensure and maintain high ethical standards in all

areas of the Company's functioning.

- To render high importance to investor relations.
- To ensure adequate risk management systems and internal controls.
- To ensure that employees of the company subscribe to the corporate values and apply them in their conduct.
- To ensure that the decision-making process is fair and transparent.

The Company is in compliance with the conditions of corporate governance as required under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable.

Board of Directors

The Board of Directors ("Board"), is the highest authority for the governance and the custodian who push our businesses in the right direction and is responsible for the establishment of cultural, ethical, sustainable, and accountable growth of the Company. The Board is constituted with a high level of integrated, knowledgeable, and committed professionals. The Board provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities. The Board also provides direction and exercises appropriate control to ensure that the Company is managed in a manner that fulfils stakeholders aspirations and societal expectations.

Composition

- As on March 31, 2024, the Company has seven Directors. Out of the seven Directors, five (i.e., 71.4 percent) are Non-Executive Directors, out of which 3 (i.e., 60 percent) are Independent Directors including Women Director.

The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act.

- None of the Directors on the Board:
 - holds directorships in more than ten public companies;
 - serves as Director or as independent directors in more than seven listed entities; and
 - who are the Executive Directors serve as independent directors in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024 have been made by the Directors.

The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the

Board to discharge its responsibilities and provide effective leadership to the business. The Board as part of its succession planning exercise, periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company.

Composition of Board of Directors as on 31 March, 2024:

Category of Directors	Name of Directors	No. of Directors	%
Independent Directors	Dr. Meenakshi Nayar (Chairperson) Mr. Kulbir Singh Mr. Vivek Chhachhi	3	42.86
Executive Directors	Mr. Hemant Bharat Ram (Managing Director) Dr. Vinay Bharat Ram (Whole Time Director)	2	28.57
Non Independent Non-Executive Directors	Mr. Jitendra Tuli Mr. Rakesh Goel	2	28.57

The Chairperson of the Board is a non-Executive director. The Chairperson, and all the Independent Directors of the Company are appointed for a fixed term and are not liable to retire by rotation.

All the Board Members meet the criteria of number of Directorship(s), Committee Membership(s) / Chairmanship(s) they hold which are within the respective limits prescribed under the Act and the Listing Regulations.

Necessary disclosures required to be made by the Board members have been timely made by them.

Brief details of Board members

The brief details of the Directors of the Company are as under:

Dr. Meenakshi Nayar (DIN: 06866256) (Chairperson and Non-Executive Director)

Dr. Meenakshi Nayar, aged 71 years, is a Non-Executive Independent Director of the Company.

Dr. Meenakshi Nayar holds Master degree in Psychology from M S University, Vadodara, and FPM (Ph.D.) from IIM Ahmedabad in Organizational Behavior. She is Founder Chairperson of ETASHA Society, a not-for-profit organization that provides market-oriented employability and vocational skills to disadvantaged Indian youth. She has worked for more than two decades in Human Resource Management and Development in the corporate sector. She is also Founder of Edu Serve Consultants working with Adolescents in schools in the areas of Sexuality Education, Career Guidance, and Life Skills Development.

Dr. Meenakshi Nayar is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
Nil	Nil

Dr. Meenakshi Nayar is Chairperson of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Dr. Meenakshi Nayar is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Dr. Meenakshi Nayar is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Mr. Hemant Bharat Ram (DIN: 00150933) (Managing, Executive Director)

Mr. Hemant Bharat Ram assumed the role of Managing Director of DCM Nouvelle Limited in 2019. Under his leadership, DCM Nouvelle Limited has grown manifold and become a significant exporter of cotton yarn worldwide. Prior to assuming his current role, he led the Textile Business of DCM Limited for over 9 years.

Mr. Hemant Bharat Ram also ventured into the specialty chemicals sector in early 2022. Within two years, he successfully commissioned a specialty chemicals plant in Ujjain.

In 2007, he joined DCM Engineering as Vice Chairman, overseeing the manufacturing of iron blocks & heads (foundry) for automotive engines, and the Company achieved highest profit during his tenure.

He began his career with DCM Data Systems in 1991 and became the CEO in 1997. Later, he served as Managing Director of DCM Technologies Ltd. During his tenure, he secured venture funding from Citibank Venture Capital and built the IP licensing business in computer ICs. He successfully divested the business to Aricent in 2005.

Mr. Hemant Bharat Ram has served as President of the Manufacturers' Association of Information Technology (MAIT). He was also a member of National Council of the Confederation of Indian Industry (CII). He is an active member of the Association for Computing Machinery (ACM), USA and the Institute of Electrical & Electronics Engineers (IEEE), USA.

He holds a Master's degree in Industrial Administration (MBA) and a Bachelor's degree in Mathematics and Computer Science, both from Carnegie Mellon University, Pittsburgh, PA, USA.

Mr. Hemant Bharat Ram is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
Vardhman Specials Steels Limited, Independent, Non-executive Director	DCM Nouvelle Specialty Chemicals Limited Managing Director

*Appointed on 25th July 2024

Mr. Hemant Bharat Ram is Chairman of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Mr. Hemant Bharat Ram is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
DCM Nouvelle Specialty Chemicals Limited	Audit Committee

Dr. Vinay Bharat Ram (DIN: 00052826) (Whole Time, Executive Director)

Dr. Vinay Bharat Ram educated at the universities of Delhi, Michigan (Ann Arbor) and Harvard; and holds a Ph.D. in Economics from the University of Delhi. Taught at IIM-Ahmedabad, IIT-Delhi and FMS, University of Delhi. He has authored numerous papers published in various Indian and international journals.

Dr. Vinay Bharat Ram is an Indian-born businessman and entrepreneur. He has been awarded the National Citizen's Award for Entrepreneurship in 1990 from the Prime Minister of India, and also received National Excellence Award for Art & Culture from T. P. Jhunjhunwala Foundation.

Dr. Vinay Bharat Ram is the former President of the Northern India Textile Mills Association. He is a past president of The Harvard Club of Delhi and the Manufacturers' Association of Information Technology.

Dr. Vinay Bharat Ram is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
Nil	Nil

Dr. Vinay Bharat Ram is Chairman of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Dr. Vinay Bharat Ram is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Mr. Rakesh Goel (DIN: 00226058) (Non-Independent, Non-Executive Director)

Mr. Rakesh Goel, is MBA from Punjab Agricultural University and has served various organizations at top management level in a span of 4 decades of his career. He served at HAFED for 10 years before joining DCM Group in 1990 and has worked at various positions across textile business. He has well rounded experience with multiple functions exposure purchasing, marketing, plant operations & projects implementation among others. He has end to end experience of all textile operations.

Mr. Rakesh Goel is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
Nil	Nil

Mr. Rakesh Goel is Chairman of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Mr. Rakesh Goel is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

**Mr. Jitendra Tuli (DIN: 00272930)
(Non-Independent, Non-Executive Director)**

Mr. Jitendra Tuli graduated from Shriram College of Commerce with a Bachelor's degree in Commerce. Mr. Tuli received his Post Graduate Diploma from the London School of Journalism and studied at Boston University's School of Public Relations and Communications.

He started his career in Journalism with Hindustan Times in 1964. He joined IBM as a Communication Officer in 1971. He was an Editorial and Communications Consultant at World Health Organization and served as its Public Information Officer for 19 years until 1996. He is deeply involved in the work for the less privileged ones as the trustee of Amarjyoti Charitable Trust and as a founder member of Cancer – Sehyog.

Mr. Jitendra Tuli is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
DCM Limited Managing Director	DCM Nouvelle Specialty Chemicals Limited (Non-Independent Non-Executive Director)

Mr. Jitendra Tuli is Chairman of the following committees (other than the Company):

Name of the Companies	Name of the Committee
Nil	Nil

Mr. Jitendra Tuli is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
DCM Nouvelle Specialty Chemicals Limited	Nomination & Remuneration Committee
DCM Limited	1. Share Transfer, Finance Facilities & Stakeholders' Relationship Committee 2. Corporate Social Responsibility Committee

**Mr. Kulbir Singh (DIN: 00204829)
(Independent, Non-Executive Director)**

Mr. Kulbir Singh, attended The Doon School in Dehradun, India, and then went on to earn an Honours degree in Economics from St. Joseph's College in North Point, Darjeeling. In early 1967, he joined Grindlays Bank. He worked for Grindlays Bank, a century-old British institution, for nearly 30 years.

Mr. Singh spent one-third of his time in London, Hong Kong, and Dubai. Between 2001 and 2003, he served as an advisor to Rothschild Bank AG for India and the Middle East, and for five years to Monument Capital Group LLC, a Washington, DC-based private equity firm focusing on homeland security.

Mr. Singh has also served on the boards of public and private companies ranging from chemicals/ petrochemicals to information technology. He has a mix of leadership and advisory experience, with a focus on business strategy, financial management, and compliance, all while maintaining the highest level of integrity.

Mr. Kulbir Singh is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
Nil	DCM Nouvelle Specialty Chemicals Limited (Independent Non-Executive Director)
Nil	Hero Motors Limited Non-Executive Director

Mr. Kulbir Singh is Chairman of the following committees (other than the Company):

Name of the Companies	Name of the Committee
DCM Nouvelle Specialty Chemicals Limited	Audit Committee

Mr. Kulbir Singh is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
DCM Nouvelle Specialty Chemicals Limited	1. Audit Committee 2. Nomination & Remuneration Committee

**Mr. Vivek Chhachhi (DIN: 00496620)
(Independent, Non-Executive Director)**

Mr. Vivek Chhachhi earned a Master's degree in Management Studies from the Jamnalal Bajaj Institute of Management Studies, University of Mumbai and a B.Sc. degree in Computer Science from St. Stephen's College, Delhi University.

Mr. Chhachhi had two years of experience as an equity research analyst at a Citi-affiliated brokerage firm, Citicorp Securities & Investments Limited. Mr. Chhachhi was a Director with CVCI, where he had about 15 years of investing experience. Mr. Chhachhi worked with CVCI to identify, manage, and exit a large number of companies in a variety of industries, including IT, pharmaceutical and specialty chemicals, IT enabled services, financial services, auto, metals and mining, infrastructure, oil and gas services, media, and textiles.

Mr. Chhachhi has served on the boards of Thyrocare, Nueclear, Thyrocare Gulf, Sutures, Natco, and Veeda, among others. Mr. Chhachhi has also served on the boards of several CVCI portfolio companies, including i-FLEX, Jubilant Organosys, Saska Technologies, RelQ Software, Newgen Software, Himadri Industries, and Techno Electric, IVRCL, Perlecan Pharma, International Tractors, Jai Balaji, and Globe Capital, among others.

Mr. Vivek Chhachhi is on the Board of the following public companies:

Listed Public Companies (Category of Directorship)	Other Public Companies (Category of Directorship)
Nil	DCM Nouvelle Specialty Chemicals Limited (Independent Non-Executive Director)
Nil	Veeda Clinical Research Limited Nominee Director

Mr. Vivek Chhachhi is Chairman of the following committees (other than the Company):

Name of the Companies	Name of the Committee
DCM Nouvelle Specialty Chemicals Limited	Nomination & Remuneration Committee

Mr. Vivek Chhachhi is member of the following committees (other than the Company):

Name of the Companies	Name of the Committee
DCM Nouvelle Specialty Chemicals Limited	1. Audit Committee 2. Nomination & Remuneration Committee
Veeda Clinical Research Limited	Nomination & Remuneration Committee

Skills and Competencies

The Board ensures that the expertise, knowledge, and experience needed to effectively steer the Company forward are represented on the Board.

The approach for selection and appointment of Directors on the Board ensures that their specific skills, knowledge, and experience fulfill a particular skill – set requirement of the Board. It is acknowledged that not all Directors will have each necessary skill, but the Board as a whole must have them, as also that the expertise, knowledge, and experience required for the Board will change as the organisation evolves and grows. While selecting a candidate for the post of director of the Company, the Nomination & Remuneration Committee (NRC) and the Board ensures that the candidate is a person of integrity and possesses relevant skills, expertise, knowledge, and experience which is required for Board effectiveness and good governance. As one of the parameters for selecting a Board member, the NRC and the Board also review the Skills and Competencies identified by the Board, as mentioned hereinunder.

The Board annually reviews the Skills and Competencies Matrix. While reviewing the Matrix in the financial year 2023-24, the Directors, acknowledged the importance and growing focus on Information Technology, ESG, Governance.

The following is the list of core skills / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available within the Board Members:

Industry and Sector Experience: Knowledge and experience in the business sector to provide strategic guidance to the management in fast changing environment.

Financial Expertise: Knowledge and skills in accounting,

finance, treasury management, tax, and financial management of large corporations with understanding of capital allocation, funding, and financial reporting processes.

Technical: Technical / professional skills and specialist knowledge to assist with ongoing aspects of the Board's role.

Corporate Governance & ESG: The essential governance knowledge and understanding that all Directors should possess or develop to be effective Board members. It includes some specific technical competencies as applied at the Board level.

Behavioral: The attributes and competencies enabling individual Board members to use their knowledge and skills to function well as team members and to interact with key stakeholders.

Risk Management: Ability to understand and assess the key risks to the organization, legal compliances and ensure that appropriate policies and procedures are in place to effectively manage risk.

Personal: While different Directors can bring different technical skills and knowledge to a Board, there are fundamental personal qualities that are desirable in all Directors.

Global Experiences: Global mindset and staying updated on global market opportunities, market opportunities, competition experience in driving business success around the world with an understanding of diverse business environments, economic conditions, and regulatory frameworks.

All the identified skills, expertise and competencies reflected in the Board as on 31st March, 2024 are as follows:

Name of the Director	Areas of Skills/ Expertise							
	Industry and Sector Experience	Financial Expertise	Technical	Corporate Governance & ESG	Behavioral	Risk Management	Personal	Global Experiences
Hemant Bharat Ram	✓	✓	✓	✓	✓	✓	✓	✓
Dr. Vinay Bharat Ram	✓	✓	✓	✓	✓	–	✓	✓
Rakesh Goel	✓	✓	✓	✓	✓	✓	✓	✓
Dr. Meenakshi Nayar	✓	✓	–	✓	✓	–	✓	–
Vivek Chhachhi	✓	✓	✓	✓	✓	✓	✓	✓
Kulbir Singh	✓	✓	✓	✓	✓	✓	✓	✓
Jitendra Tuli	✓	✓	–	✓	✓	–	✓	–

Note - Each Director may possess varied combinations of skills/ expertise within the described set of parameters and it is not necessary that all Directors possess all skills/ expertise listed therein.

Directors selection, appointment, and tenure:

The Directors of the Company are appointed / re-appointed by the Board on the recommendation of the Nomination and Remuneration Committee and approval of the Shareholders at the General Meeting(s) or through means of Postal Ballot. In accordance with the Articles of Association of the Company and provisions of the Act, all the Directors, except the Managing Director and Independent Directors, of the Company, are liable to retire by rotation at the Annual General Meeting ("AGM") each year and, if eligible, offer their candidature for re-appointment. The Executive Directors on the Board have been appointed as per the provisions of the Act and serve in accordance with the terms of employment with the Company.

None of the Independent Director(s) of the Company resigned during the year before the expiry of their tenure.

In compliance with Regulation 26 of the SEBI Listing Regulations, none of the Directors is a Director of more than 10 (ten) Committees or acts as an Independent Director in more than 7 (seven) Listed Companies. Further, none of the Directors on the Company's Board is a member of more than 10 (ten) committees and chairperson of more than 5 (five) committees (committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is a Director. All the Directors have made necessary disclosures regarding committee positions held by them in other Companies.

Any person who becomes Director or Key Managerial Personnel shall be covered under the Directors and Officers Liability Insurance Policy. The Company has taken insurance cover in respect of legal action against its Directors and Key Managerial Personnel under the Directors and Officers Liability Insurance.

Board confirmation on Independent Directors

The Board took note of confirmations received from the Independent Directors confirming that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The Board of Directors, based on the confirmations and independent assessment to the best of their knowledge confirm that they meet the criteria of independence and that they are independent of the management. None of the Independent Directors serve as Independent Director in more than seven listed entities. Each of the Independent Directors have registered their names on the online databank maintained by the Indian Institute of Corporate Affairs.

At the time of appointment / re-appointment, each Independent Director is issued a formal letter of appointment containing amongst others, terms and conditions of appointment, roles and duties, evaluation process, applicability of Code of Conduct of the Company and Code of Conduct on Prevention of Insider Trading.

The terms and conditions for appointment of Independent Directors is available on the website of the Company and can be accessed through [weblink](#).

Listing Regulations, the Board confirms, that the Independent Directors fulfill the conditions as specified under Schedule V of the Listing Regulations and are independent of the management. The Board includes three Independent Directors.

Familiarisation Programme for Independent Directors

The Company familiarizes its Independent Directors with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc., through various programmes. These include orientation programme upon induction of new Director, as well as other initiatives to update the Directors on an ongoing basis.

Further, the Company also makes periodic presentations at the Board and Committee meetings on various aspects of the Company's operations including on Health and Safety, Sustainability, Performance updates of the Company, Industry scenario, Business Strategy, Internal Control, and risks involved and Mitigation Plan.

The details of the Familiarization Programme for Independent Directors for 2023-24 is disclosed on the website of the Company and can be accessed through [weblink](#).

Disclosure of relationships between Directors inter-se

Mr. Hemant Bharat Ram, Managing Director of the Company

and Dr. Vinay Bharat Ram, Whole Time Director belong to promoter. Dr. Vinay Bharat Ram is relative of Mr. Hemant Bharat Ram. None of the other Directors are related to Promoter group, or related to each other than as stated above.

Confirmation and Certification

The Company annually obtains from each Director, details of the Board and Board Committee positions he/ she occupies in other Companies, and changes if any regarding their Directorships. The Company has obtained a certificate from M/s. Pragnya Pradhan & Associates, Company Secretaries, under Regulation 34(3) and Schedule V Para C Clause (10)(i) of Listing Regulations 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 Company by the SEBI and MCA or any such authority and the same forms part of this Annual Report.

Board Evaluation

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Board of Directors including Independent Directors and Committees of the Board. The criteria are in the form of questionnaire for annual evaluation on functioning and effectiveness of the Board, Committees, and Individual Directors. The Executive Directors, SMPs and Employees are evaluated based on the overall performance of the Company, their respective goals, Functional goals, and achievement of strategic goals.

A. Criteria for Performance Evaluation:

The Board carries out Annual Performance Evaluation of:

- its own performance;
- its committee(s); and
- individual Directors.

Individual Directors carry out Annual Performance Evaluation of:

- Executive Directors;
- Independent Directors;
- Board as a whole.

Independent Directors, in addition to the above, carry out annual performance evaluation of Chairperson of the Board considering the views of the Executive and Non-Executive Directors

The criteria for performance evaluation includes the following:

Board of Directors: Structure, Composition, Board Meeting Schedule, Agenda, Governance, progress towards strategic goals and assessment of operational performance and overall effectiveness of the Board.

Board Committee(s): Composition, terms of reference compliance, role and responsibilities, information flow, effectiveness of the meetings and feedback to the management.

Individual Directors: Attendance, deliberations, preparedness for discussion, quality of contribution, engagement with fellow Board members, KMPs and senior management, knowledge sharing and approachability and responsiveness to the need of Company, effective participation of all Board members in the decision-making process.

Chairperson: Effective leadership, moderatorship and conduct of impartial discussions, seeking participation from Board members and promoting a positive image of the Company.

Independent Directors: Independence from the Management, exercising independent judgement in decision-making and fulfillment of independence criteria under applicable law.

Process of Performance Evaluation

As per Company Nomination & remuneration Policy on Evaluation of Performance of Board of Directors, Committees or Individual Directors, the Company Secretary and Compliance Officer had circulated the questionnaire duly approved by the Nomination and Remuneration Committee, to all the Directors of the Company for carrying out the evaluation of performance of Board, its committees, and Individual Directors for the financial year 2023-24. All the Directors had provided their feedback about the performance evaluation of the Board, its committees, and Individual Directors for the financial year 2023-24.

Outcome of Performance Evaluation

Based on feedback received on the questionnaires, the Chairperson had briefed the Board of Directors at the Board Meeting held on 29th July 2024, and the Board discussed the evaluation report and various suggestions received in the Board evaluation process and agreed on the necessary action.

Board Meetings and Process:

Institutionalised decision-making process

The Board oversees 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 stakeholders are being served in order to effectively perform its responsibility of supervision. In compliance with the statutory requirements, and to provide a focused discharge of its responsibilities, the Board has constituted various committees with necessary terms of reference.

Scheduling and selection of agenda items for Board Meetings

- i. A minimum of 4 Board meetings are held every year. The gap between any 2 Board Meetings did not exceed 120 days. Additional meetings are held to meet business exigencies or for urgent matters. Where permitted, resolutions are passed by circulation and are noted in the subsequent Board meetings.

In addition to items which are mandated to be placed before the Board for its noting and / or approval, information is provided on various significant issues. The Board is also provided with Audit Committee observations on the Internal audit findings. While preparing the agenda, notes on agenda, minutes, etc. of the meeting(s), adequate care is taken to ensure adherence to all applicable laws and regulations including the Companies Act, 2013, read with the Rules made thereunder, the Secretarial Standards issued by the ICSI and the Listing Regulations.

Dates of the Board meetings are decided in advance in consultation with the Directors to facilitate their attendance at the meetings. The meetings and agenda items taken up during the meetings were in compliance with the Act and Listing Regulations read with various circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regard. To ensure Board effectiveness, the Directors are expected to attend and actively participate in all the meetings of the Board of Directors / Board committees of which he /she is a member, and the general meetings.

- ii. Presentations are regularly made to the Board covering the outlook; economy in general and the industry besides the Company's financials, operations, business strategy, risk management, practices for identification of risks and mitigation thereof, subsidiary companies performance, etc.
- iii. The Directors strive to attend all meetings. If they are unable to attend a meeting due to any unavoidable reason, they are required to seek leave of absence. The attendance of the Board members at the Board meetings and the Annual General Meeting of the Company held during FY 2023-24, is as follows

Name of Directors	AGM held on 24.08.23	Board Meeting					Total Board meetings held during tenure	Board meetings attended	% of Attendance
		13.05.23	21.07.23	28.10.23	02.02.24	21.03.24			
Mr. Hemant Bharat Ram	✓	✓	✓	✓	✓	✓	5	5	100
Dr. Meenakshi Nayar	✓	✓	✓	✓	✓	✓	5	5	100
Mr. Rakesh Goel	✓	✓	✓	✓	✓	✓	5	5	100
Mr. Kulbir Singh	✓	✓	✓	✓	✓	✓	5	5	100
Mr. Vivek Chhachhi	✓	✓	✓	✓	✓	✓	5	5	100
Mr. Jitendra Tuli	✓	✓	✓	✓	✓	✓	5	5	100
Dr Vinay Bharat Ram	✓	✓	✓	✓	✓	✓	5	5	100

Note:

Distribution of Board agenda material

The Board agenda along with the explanatory notes is circulated at least 7 days in advance including minimum information required to be made available to the Board as specified in Part A of Schedule II to the Listing Regulations for facilitating meaningful and focused discussions and effective decision making the meeting. Where it is not feasible to circulate any document in advance, the same is tabled / presented at the meeting with the permission of the Chairperson and Directors. In special and exceptional circumstances, additional item(s) are also considered.

Recording the proceedings of meetings

The Company Secretary keeps a record of the proceedings of each meeting. Draft minutes are prepared and circulated to all the Directors for their comments. The finalised Minutes are entered in the Minutes Book and thereafter signed by the Chairperson in due compliance with the applicable provisions of the Act and the Secretarial Standards.

Meeting of Independent Directors:

The Independent Directors meet at least once in a year, without the presence of Executive Directors or Management representatives. They also have separate meeting(s) with the Chairperson of the Board, to discuss issues and concerns, if any. The Independent Directors met once during the Financial Year 2023-24, on July 29, 2024. The Independent Directors inter alia discuss the issues arising out of the Committee Meetings and Board discussion including the quality, quantity and timely flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. In addition to these formal meetings, interactions outside the Board Meetings also take place between the Chairperson and Independent Directors.

Board Support

The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Company Secretary is also responsible for preparation of the agenda and convening of the Board and Committee Meetings. The Company Secretary attends Meetings of the Board and its Committees, in the capacity of Secretary of the Board/ Committees. The Company Secretary advises/assures the Board and its Committees on Compliance and Governance principles and ensures appropriate recording of minutes of the Meetings. With a view to leverage technology and reducing paper consumption, the Company has adopted Eco friendly way for transmitting Board/Committee Agenda.

Remuneration Policy

The Remuneration Policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavors to attract, retain, develop, and motivate the high-caliber executives and to incentivize them to develop and implement the Company's Strategy, thereby enhancing the business value and maintain a high-performance workforce. The Policy ensures that the level and composition of remuneration of the Directors is optimum.

1. Remuneration to Non-Executive Directors:

The Nomination and Remuneration policy of the Company is to remain competitive in the industry and to attract and retain quality talent and appropriately reward employees for their contribution.

The Policy of the Company on directors appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under subsection (3) of Section 178 of the Companies Act,

2013, is available on the website of the Company, at [weblink](#).

2. Performance Evaluation criteria for Independent Directors

The annual performance evaluation process has been designed in a manner which helps to measure effectiveness of the entire Board, its Committees, Chairman, and Individual Directors. Such processes help in ensuring overall performance of the Board and demonstrates a high level of corporate governance standards. There are various key performance areas and evaluation parameters which are measured and analyzed during the process, few of them are as follows:

- Helps in bringing an independent judgement to bear on the Boards deliberations.
- Brings an objective view in the evaluation of the performance of the Board and the management.
- Undertakes to regularly update and refresh his / her skills, knowledge, and familiarity with the Company.
- Seeks appropriate clarification / information and, where necessary, takes appropriate professional advice and opinion of outside experts at the expense of the Company.
- Strives to attend all meetings of the Board of Directors / Board committees of which he / she is a member, and the general meetings.
- Communicates governance and ethical problems to the Chairperson of the Board.
- Pays sufficient attention and ensures that adequate deliberations are held before approving related party transactions.
- Ensures that the Company has an adequate and functional vigil mechanism.
- Satisfies herself / himself on the integrity of financial information and that financial controls and the systems of risk management are robust and defensible.

- Assists in determining appropriate policy of remuneration of Executive Directors, Key Managerial Personnel, and other employees.
- Refrains from any action that may lead to loss of her / his independence and immediately informs the Board where circumstances arise which makes her / him lose her / his independence.
- Adheres to all other standards of the Code for Independent Directors as per Schedule IV to the Companies Act, 2013.
- Assists the Company in implementing the best corporate governance practices.
- Prepares for the Board meeting by reading the materials distributed before the Board meeting.

3. Remuneration to Executive Directors:

The remuneration of the Executive Directors is recommended by the Nomination and Remuneration Committee to the Board based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organisations. The pay structure of Executive Directors has appropriate success and sustainability metrics built in. On the recommendation of the Nomination and Remuneration Committee, the remuneration paid/payable by way of salary, perquisites, and allowances (fixed component), incentive and/or commission (variable components), to its Executive Directors within the limits prescribed under the Act is approved by the Board of Directors and by the Members in the General Meeting.

The Executive Directors are not being paid sitting fees for attending meetings of the Board of Directors and its Committee.

Details of Remuneration:

i) Non-Executive Directors:

The details of sitting fees and commission paid to Non-Executive Directors during the financial year 2023-24 are as under:

Name of the Director	Commission	Sitting Fee	Total
Dr. Meenakshi Nayar	-	5,00,000	5,00,000
Mr. Jitendra Tuli	-	5,00,000	5,00,000
Mr. Vivek Chhachhi	-	5,00,000	5,00,000
Mr. Rakesh Goel	-	5,00,000	5,00,000
Mr. Kulbir Singh	-	5,00,000	5,00,000

Other than sitting fees paid to Non-Executive Directors, there were no pecuniary relationships or Transactions by the

Company with any of the Non-Executive Directors of the Company. The Company has not granted stock options to Non-Executive Directors.

ii) Executive Directors:

	Hemant Bharat Ram	Vinay Bharat Ram
Salary	1,41,24,000/-	30,00,000/-
Allowances	2,00,16,404/-	38,40,000/-
Bonus	-	24,00,000/-
Perquisites*	-	3,60,000/-
Leave encashment	3,92,333/-	-
Contribution to Provident Fund	16,94,880/-	-
Contribution to pension	-	-
Total	3,62,27,617/-	96,00,000/-

*Inclusive of perquisites on account of Housing, Medical, Club Fee, Car etc.

iii) Details of shares held by Directors and KMPs

Name	Designation	Number of Shares Held	Percentage
Mr. Hemant Bharat Ram	Managing Director	93,59,149	50.11

Except above, none of Directors of the Company holds equity shares of the Company in their individual capacity. The Company does not have any Employees Stock Option Scheme and there is no separate provision for payment of Severance Fees.

Board Committees

As mandated by the Listing Regulations, the Company has constituted an Audit Committee, a Stakeholders & Finance Facilitation Committee, a Nomination & Remuneration Committee, and a Risk Management Committee. Other key Committees constituted by the Company are a Corporate Social Responsibility Committee. The functioning of these Committees is regulated by the mandatory terms of reference, roles and responsibilities and powers as provided in the Act, the Listing Regulations, and other applicable regulations.

The minutes of the meetings of all these Committees are placed before the Board for noting. The Company Secretary acts as the Secretary of these Committees.

Audit Committee

A. Terms of reference

The broad terms of reference of the Audit Committee, inter alia, include the following:

- Review the financial statement before submission to Board;
- Review the reports of the Auditors and Internal Audit department;

- Review the weaknesses in internal controls, if any, reported by Internal and Statutory Auditors, and;
- Recommend the appointment, remuneration, and terms of appointment of the Auditors including Cost Auditor and Secretarial Auditor of the Company, etc.

In addition, the powers and role of the Audit Committee are as laid down under Section 177 of the Act and Regulation 18 and Schedule II Part C of the Listing Regulations.

B. Composition

The Audit Committee comprises 4 Members, 3 out of 4 are Independent Directors. The Chairman of the Committee is an Independent Director. The Committees composition complies with the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations.

All the Members of the Committee are financially literate and have financial management expertise.

C. Members and meeting details

The Audit Committee met 4 times during the year under review. The gap between any 2 meetings is not exceed 120 days.

The details of the Members and their attendance at meetings during the year, are as given below:

Name of Directors	Designation, Category	Audit Committee Meetings				Total Attended	% of Attendance
		13.05.23	21.07.23	28.10.23	02.02.24		
Mr. Kulbir Singh	Chairman Independent Director	✓	✓	✓	✓	4	100
Dr. Meenakshi Nayar	Member Independent Director	✓	✓	✓	✓	4	100
Mr. Rakesh Goel	Member Non-Executive Director	✓	✓	✓	✓	4	100
Mr. Vivek Chhachhi	Member Independent Director	✓	✓	✓	✓	4	100

The Audit Committee invites such executives as it considers necessary to be present at its meetings. The Managing Director, CEO, CFO, and Functional Heads for internal audit purpose attend all the meetings. The Statutory and Internal Auditors also attend the meetings.

The Chairman of the Committee was present at the 07th Annual General Meeting held on 24th August, 2023.

Nomination and Remuneration Committee

A. Terms of reference

- Carry out the evaluation of every Director's performance;
- Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and / or removal;
- Formulate the criteria for determining qualifications, positive attributes, and independence of a director, and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel, Senior Management, and other employees;

- Formulate the criteria for evaluation of performance of the Directors, Committees and Board and to devise a policy on diversity of the Board of Directors;
- Recommend / review the remuneration of the Managing Director(s), Whole-time Director(s), Key Managerial Personnel and Senior Management based on their performance and defined assessment criteria;

B. Composition

The Nomination & Remuneration Committee (NRC) comprises 3 Members, 2 out of 3 are Non-Executive Independent Directors. The Chairman of the Committee is a Non-Executive, Independent Director. The Committee's composition meets the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations.

C. Members and meeting details

The Committee met 3 times during the year under review.

The details of the Members and their attendance at meetings held during the year, are as given below:

Name of Directors	Designation, Category	Nomination & Remuneration Committee			Total Attended	% of Attendance
		21.07.23	28.10.23	21.03.24		
Mr. Vivek Chhachhi	Chairman Independent Director	✓	✓	✓	3	100
Dr. Meenakshi Nayar	Member Independent Director	✓	✓	✓	3	100
Mr. Jitendra Tuli,	Member Non-Executive Director	✓	✓	✓	3	100

The Chairman of the Committee was present at the 07th Annual General Meeting held on 24th August, 2023.

Risk Management Committee

As per Regulation 21 of (Listing Obligations and Disclosure Requirement) regulations, 2015, top 1000 listed companies

as per the market capitalisation as at the end of the immediate previous financial year, were required to constitute the Risk Management Committee. Knowing the importance of managing and pre-empting risks effectively for having a sustainable business, the Company has constituted a Risk Management Committee on voluntary basis in alignment with the amended provisions of the SEBI (LODR) regulations w.e.f January 15, 2022.

A. Terms of reference

- To formulate a detailed risk management policy which shall include:
 - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - Measures for risk mitigation including systems and processes for internal control of identified risks.
 - Business continuity plan.
- To ensure that appropriate methodology, processes, and systems are in place to monitor and evaluate risks associated with the business of the Company;

- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations, and actions to be taken;
- The appointment, removal, and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

B. Composition

The Risk Management Committee comprises of 4 Members, 2 of them are Non-Executive Directors, 1 is an Executive Director and 1 Chief Executive officer. The Chairman of the Committee is Managing Director. The Committee's composition meets the requirements of Regulation 21 of the Listing Regulations.

C. Members and meeting details

The Committee met 3 times during the year under review.

The details of the Members and their attendance at meetings held during the year, are as given below:

Name of Directors	Designation, Category	Risk Management Committee Meetings			Total Attended	% of Attendance
		13.05.23	28.10.23	03.01.24		
Mr. Hemant Bharat Ram	Chairman Managing Director	✓	✓	✓	3	100
Mr. Rakesh Goel	Member Non-Executive Director	✓	✓	✓	3	100
Mr. Vivek Chhachhi	Member Independent Director	✓	✓	✓	3	100
Mr. Vivek Kaushal*	Member Chief Executive officer	Not Applicable				

*As on May 28, 2024, the Risk Management Committee has been re-constituted and the composition of the re-constituted Risk Management Committee is given as under:

Name of the Members of the Risk Management Committee			
Mr. Hemant Bharat Ram Chairman	Mr. Rakesh Goel Member	Mr. Vivek Chhachhi Member	Mr. Vivek Kaushal Member

Stakeholders & Finance Facilitation Committee

A. Terms of reference

The terms of reference of the Stakeholders & Finance Facilitation Committee, inter alia, include the following:

- Resolve the grievances of the security holders of the Company including complaints related to non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates,

transfer / transmission of shares, general meetings, etc.

- Review the measures taken for effective exercise of voting rights by shareholders.
- Review the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent.
- Review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants, annual reports / statutory notices by the shareholders of the Company.

Name of Directors	Designation, Category	SRFC Meetings 21.07.2023	Total Attended	% of Attendance
Mr. Jitendra Tuli,	Chairman, Non-Executive Director	✓	1	100
Dr. Meenakshi Nayar	Member Independent Director	✓	1	100
Mr. Vivek Chhachhi	Member Independent Director	✓	1	100
Mr. Rakesh Goel	Member Non-Executive Director	✓	1	100

D. Name and designation of the Compliance Officer

Mr. Mohd Sagir, Company Secretary, has been nominated as the Compliance Officer of the Company in terms of Regulation 6 of the Listing Regulations

E. Investor Grievance Redressal

During the year, no complaint was received from any investor through SEBI or the Stock Exchange(s). As and when received, the Registrar and Share Transfer Agent attends to all investor complaints expeditiously

Mr. Mohd Sagir, Company Secretary, is the designated Officer who can be contacted at the Registered Office of the Company or on Telephone: +011-43678490. Investors can also send their communication or grievances to the dedicated email ID info@dcmnvl.com.

F. Other details: -

- Name of the Non-Executive Director heading the Committee:** Mr. Jitendra Tuli
- Number of Shareholders Complaints:** The Company has received Three (3) complaints during the year.

B. Composition

The Stakeholders & Finance Facilitation Committee ("SRFC") comprises 4 Members, 2 are Non-Executive, Independent Directors and 2 are Non-Executive Director, Non-Independent Directors. The Chairman of the Committee is a Non-Executive, Non-Independent Director. The Committees composition meets the requirements of Section 178 of the Act and Regulation 20 of the Listing Regulations.

C. Members and meeting details

The Committee met 1 time during the year under review.

The details of the Members and their attendance at meetings held during the year, are as given below:

- Numbers not resolved to the satisfaction of shareholders:** All the complaints have been resolved during the year.

- Number of pending complaints as on March 31, 2024:** Nil

Corporate Social Responsibility Committee:

A. Terms of reference

The broad terms of reference of the Corporate Social Responsibility Committee, inter alia, include the following:

- To review and recommend to the Board, changes to the Corporate Social Responsibility Policy.
- To recommend the amount of expenditure to be incurred on the activities referred in Corporate Social Responsibility Policy.

B. Composition

The Corporate Social Responsibility (CSR) Committee comprises of 3 Members, 1 is Non-Executive, Independent Director, 1 is Non-Executive, Non-Independent Director and 1 is an Executive Director.

The Chairman of the Committee is an Executive Director. The Committees composition complies with the requirements of Section 135 of the Act.

C. Members and meeting details:

The Committee met 1 time during the year under review.

The details of the Members and their attendance at meetings held during the year, are as given below:

Name of Directors	Designation, Category	SRFC Meetings 21.07.2023	Total Attended	% of Attendance
Mr. Hemant Bharat Ram	Chairman Managing Director	✓	1	100
Dr. Meenakshi Nayar	Member Independent Director	✓	1	100
Mr. Rakesh Goel	Member Non-Executive Director	✓	1	100

Governance of Subsidiary Companies

The Company has One material subsidiary as on the date of this Annual Report, having an income or net worth exceeding 10% of the consolidated income or net worth respectively, of the Company. The subsidiary of the Company function with an adequately empowered Board of Directors and sufficient resources.

The minutes of the Board Meetings of the subsidiary company along with the details of significant transactions and arrangements entered into by the subsidiary company are shared with the Board of Directors on a quarterly basis. The Financial Statements of the subsidiary company are presented to the Audit Committee. The information in

respect of the loans and advances in the nature of loans to subsidiary pursuant to Regulation 34 of the Listing Regulations is provided in Notes to the standalone Financial Statements.

The Company has a policy for determining **material subsidiaries** which is uploaded on the website of the Company at: [weblink](#).

Mr. Kulbir Singh, and Mr. Vivek Chhachhi, Independent Directors of the Company are Independent Director on the Board of DCM Nouvelle Specialty Chemicals Limited.

General Body Meetings:

The details of last three Annual General Meetings ("AGMs") are as follows:

Financial Year	Date & Time	Location	Special Resolution Passed	Links
31 st March 2021	July 27, 2021 11:00 AM	VC/OAVM	<ul style="list-style-type: none"> To approve the Appointment of Mr. Kulbir Singh (DIN: 00204829), as an Independent Director. To approve increase in remuneration of Mr. Hemant Bharat Ram, Managing Director of the Company. To approve increase in remuneration of Mr. Rakesh Goel, Whole Time Director of the Company. 	Notice Outcome Voting Results
31 st March 2022	September 06, 2022 11:00 AM	VC/OAVM	To Approve the Re-appointment of Dr. Vinay Bharat Ram (DIN: 00052826) as Whole-time Director.	Notice Outcome Voting Results
31 st March 2023	August 24, 2023 11:00 AM	VC/OAVM	To approve the appointment of Jitendra Tuli as a director liable by rotation. To approval for making loans, and providing securities/guarantees.	Notice Outcome Voting Results

All the resolutions proposed by the Directors to shareholders in last three years are approved by shareholders with requisite majority.

*All the Members of the Board of Directors as on the date of AGM, had attended the meeting.

Postal Ballot

The details of the Business transacted through Postal Ballot during the review period are as follows:

The Company had sought approval of the shareholders by way of Special Resolutions through notice of postal ballot dated 21 March 2024. The details of the same are as follows:

Date of Postal Ballot Notice	21 March 2024
Voting Period	23 March 2024 to 21 April 2024
Date of passing the resolution(s)	22 April 2024
Date of declaration of result	22 April 2024
Web link	Notice Outcome
Resolution(s)	Re-appointment of Dr. Meenakshi Nayar (DIN: 06866256) as an Independent Director of the Company. Re-appointment of Mr. Hemant Bharat Ram (DIN: 00150933), as Managing Director of the Company. Re-appointment of Dr. Vinay Bharat Ram (DIN: 00052826) as Whole-Time Director of the Company.
Type of Resolution(s)	Special

Ms. Pragnya Parimita Pradhan, Practicing Company Secretary (ACS 32778 | CP 12030), Proprietor of Pragnya Pradhan & Associates, Company Secretaries (Peer Review Certificate. No. 1564/2021), was appointed as the Scrutiniser

to scrutinise the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner.

The details of the voting results as are follows:

Description of the Resolution	Votes in favour of the resolution			Votes against the resolution		
	Number of holders	Number of valid votescast (Shares)	Percentage of total number of valid votescast	Number of holders	Number of valid votescast (Shares)	Percentage of total number of valid votescast
Re-appointment of Dr. Meenakshi Nayar (DIN: 06866256) as an Independent Director of the Company.	160	10413620	90.40 %	22	62498	0.60 %
Re-appointment of Mr. Hemant Bharat Ram (DIN: 00150933), as Managing Director of the Company.	159	10413220	99.40 %	23	62898	0.60 %
Re-appointment of Dr. Vinay Bharat Ram (DIN: 00052826) as Whole-Time Director of the Company.	161	10472257	99.96 %	22	3864	0.04 %

The resolutions were duly passed by the shareholders with requisite majority on 22 April 2024.

Procedure for postal ballot: The postal ballot was duly carried out in accordance with all applicable provisions and rules framed thereunder along with relevant circulars issued in this regard from time to time.

Proposal for Postal Ballot: There is no immediate proposal for any resolution through postal ballot.

Corporate Policies / Ethics

The Company adheres to the highest standards of business

ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. Code of Conduct for Board Members and Senior Management and to regulate insider trading and also policies such as Whistle Blower Policy / Vigil Mechanism, Prevention of Sexual Harassment, are given below:

Code of Conduct for Board Members and Senior Management

The Board adopted the Code of Conduct for Directors and Senior Management personnel of the Company and is

available on the website of the Company and can be accessed through [weblink](#). The Code highlights corporate governance as the cornerstone for sustained management performance, for serving all the stakeholders and for instilling pride of association. The Code is applicable to all Directors and specified Senior Management personnel. The Code impresses upon Directors and Senior Management personnel to uphold the interest of the Company and its stakeholders and to endeavor to fulfil all their fiduciary obligations. Another important principle on which the Code is based is that the Directors and Senior Management personnel shall act in accordance with the highest standard of honesty, integrity, fairness, and ethical conduct and shall exercise utmost good faith and due care in performing their duties.

Declaration affirming compliance of Code of Conduct:

The Company has received confirmations from the Directors as well as Senior Management personnel regarding compliance with the Code of Conduct and that there was no pecuniary relationship or transaction with the Company during the year under review. A declaration by the Managing Director affirming compliance by the Board Members and Senior Management Personnel to the Code, is also annexed herewith.

The Company has obtained a certificate from a Company Secretary in Practice 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 Board / Ministry of Corporate Affairs or any such statutory authority. The Certificate is annexed herewith.

Code on Prohibition of Insider Trading

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations"), the Company has formulated the Code of Conduct for Prevention of Insider Trading ("Code") to regulate and monitor trading by Designated Persons ("DPs") and their immediate relatives.

The Code, inter alia, lays down the procedures to be followed by DPs while trading / dealing in Company shares and while sharing Unpublished Price Sensitive Information (UPSI). The Code includes the obligations and responsibilities of DPs, obligation to maintain the structured digital database, mechanism for prevention of insider trading and handling of UPSI, process to familiarise with the sensitivity of UPSI, transactions which are prohibited and way permitted transactions in the securities of the Company shall be carried out, etc. A report on insider trading, covering trading by DPs and various initiatives/ actions taken by the Company under the PIT Regulations is also placed before the Audit Committee on quarterly basis.

The Company periodically circulates the informative e-mails along with the FAQs on Insider Trading Code, Dos and Don'ts etc. to the employees to familiarize them with the provisions of the Code. The Company also conducts Surveys/ training sessions to educate and sensitise the employees/designated persons.

The Company has also formulated Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) in compliance with the PIT Regulations. This Code is displayed on the official website at [weblink](#).

Policy on Related Party Transactions

In line with requirements of the Act and Listing Regulations, your Company has formulated a Policy on Related Party Transactions, which is available on the website of the Company at [weblink](#).

The Policy intends to ensure that proper reporting, disclosure, and approval processes are in place for all transactions between the Company and Related Parties.

This Policy specifically deals with the review and approval of Material Related Party Transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering these transactions. All Related Party Transactions are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for Related Party Transactions on a quarterly basis for transactions which are of repetitive nature and/ or entered in the ordinary course of business and are at arms length. All Related Party Transactions entered during the year were in ordinary course of business and on arms length basis. No Material Related Party Transactions as defined in the Listing Regulations were entered during the financial year by your Company.

Policy On Material Subsidiary

The Company has adopted a policy on Material Subsidiary in line with the requirements of the Listing Regulations. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The Policy on Material Subsidiary is available on the website of the Company at [weblink](#).

Policy On Dividend Distribution

The Board of Directors has adopted Dividend Distribution Policy in terms of the requirements of Listing Regulations. The Policy is available on the website of the Company at [weblink](#).

Policy for Prevention of Sexual Harassment

The Company is an equal employment opportunity provider

and is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company also believes that all employees of the Company have the right to be treated with dignity.

Pursuant to the requirements under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has enacted a policy and duly constituted Internal Complaints Committees across locations. To build awareness in this area, the Company has been conducting induction / refresher programmes in the organisation on a continuous basis. The Policy is available on the website of the Company at [weblink](#).

The details of number of complaints filed, disposed off and pending during the financial year ended March 31, 2024, are as follows:

Number of complaints filed during the financial year 2023-24	01
Number of complaints disposed off during the financial year 2023-24	01
Number of complaints pending as on end of the financial year	Nil

Whistle Blower Policy and Vigil Mechanism

The Company requires that all directors and employees adhere to high ethical standards in business conduct and comply with laws and regulations, the Company's code of conduct and ethics policies and practices and procedures. Ethical behavior in the areas of business conduct is of utmost priority to the Company.

The Company has established a vigilance mechanism namely Vigil Mechanism and Whistle Blower Policy for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The purpose of the Vigil Mechanism and Whistle Blower Policy of the Company is to provide adequate safeguards against victimization of directors and employees who avail of the vigil mechanism provision and to provide direct access to the Chairperson of the Audit Committee. The Policy is available on the website of the Company at [weblink](#).

Risk Management Framework

The Company has established an Enterprise Risk Management ("ERM") framework to optimally identify and manage risks, as well as to address operational, strategic, and regulatory risks. In line with the Company's commitment to deliver sustainable value, this framework aims to provide an integrated and organized approach to evaluate and

manage risks. In compliance with Regulation 17 and 21 of the SEBI Listing Regulations, the Board of Directors has formulated a Risk Management Policy for framing, implementing, and monitoring the risk management plan for the Company.

Means of Communication

A. Quarterly / Annual Results

The quarterly and annual results of the Company are duly submitted to the Stock Exchanges after they are approved by the Board.

B. News Releases

The quarterly and annual results of the Company are published in the prescribed format within 48 hours of the conclusion of the meeting of the Board in which they are considered and approved, in one English newspaper circulating in the whole or substantially the whole of India (usually Financial Express) and in one vernacular newspaper (usually Jansatta in Hindi) of the State where the Registered Office of the Company is situated. Press releases are submitted to the Stock Exchanges and hosted on the Company's website.

C. Website

The Company's website <https://www.dcmvnl.com/> has a separate dedicated section Investors where the latest information required under Regulation 46 and other applicable provisions of the Listing Regulations is available. Other than the quarterly and annual results, comprehensive information about the Company, its business and operations, press releases, shareholding pattern, corporate benefits, contact details, forms, etc. are hosted on the website.

D. Online filings

The Company electronically files data such as shareholding pattern, corporate governance report, quarterly and annual financial results, corporate announcements, etc. on the online portals of BSE Limited and National Stock Exchange of India Limited viz. www.listing.bseindia.com and neaps.nseindia.com/NEWLISTINGCORP/ respectively within the time frame prescribed in this regard.

E. SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: centralized database of all complaints, online upload of the Action Taken Report (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

F. Annual Report

The Annual Report containing, inter alia, the audited Financial Statement, Consolidated Financial Statement, Boards Report, Auditors Reports, and other important information is sent to the Members and others entitled thereto. The Management Discussion and Analysis (MD&A) forms a part of the Annual Report. The Annual Report is also available on the website of the Company and can be accessed through the [weblink](#) and on the website of BSE Limited and National Stock Exchange of India Limited.

G. Chairpersons Communique

A Copy of the Chairpersons Speech is usually uploaded on the website of the Company after the Completion of Annual General meeting and can be accessed through the [weblink](#) and on the website of BSE Limited and National Stock Exchange of India Limited.

Shareholder Information

A. Annual General Meeting for the financial year 2023-24

Date	17 th September 2024
Venue	Annual General Meeting through Video Conferencing/Other Audio-Visual Means facility.
	Deemed venue for Meeting: Registered Office: 407, Vikrant Tower, 04, Rajendra place, New Delhi, 110008

E. Distribution of Shareholding as on 31st March, 2024

Share or Debenture holding Nominal Value	Number of Shareholders/ folios	% to Total Numbers of shareholders	Equity Shares Amount	% to Total Amount of shares
(₹)			(₹)	
Up To 5,000	32671	95.20	17790060.00	9.52
5001 To 10,000	789	2.30	6120810.00	3.28
10001 To 20,000	451	1.31	6754060.00	3.62
20001 To 30,000	149	0.43	3871680.00	2.07
30001 To 40,000	59	0.17	2059780.00	1.10
40001 To 50,000	43	0.13	2002930.00	1.07
50001 To 1,00,000	77	0.22	5725260.00	3.07
1,00,000 and above	81	0.24	142452910.00	76.27
Total	34320	100.00	186777490.00	100.00

Time	11:00 am
Dividend Payment Date	Not Applicable

B. Calendar of financial year ended 31st March, 2024

The Company follows April-March as the financial year. The meetings of Board of Directors for approval of quarterly financial results during the financial year 2023-24 were held on the following dates:

First Quarter Results	May 13, 2023
Second Quarter and Half yearly Results	July 21, 2023
Third Quarter Results	October 28, 2023
Fourth Quarter and Annual Results	February 02, 2024

C. Financial Calendar for 2024-25 (Tentative)

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year 2024-25 are as follows:

First Quarter Results	On or before 14th August, 2024
Second Quarter and Half yearly Results	On or before 14th November, 2024
Third Quarter Results	On or before 14th February, 2025
Fourth Quarter and Annual Results	On or before 30th May, 2025

D. Details of Demat/Unclaimed Suspense Account

Not Applicable

F. Shareholding Category as on March 31, 2024.

Category	No. of Equity Shares held	% to total shareholding
Promoter and Promoter Group	93,59,167	50.11
Mutual Funds	65,283	0.35
Foreign Portfolios	97,045	0.52
Financial Institutions / Banks	3,873	0.02
Insurance Companies	2,98,953	1.60
Non-Institution: Bodies Corporate	11,77,714	6.31
NRIs	97,228	0.52
Individual Shareholders	68,88,850	36.88
HUF	3,70,348	1.98
Others (NBFCs, trust, Clearing members, Firms and IEPF)	3,19,288	1.71
Grand Total	1,86,77,749	100.00

G. Registrar and Transfer Agents:

M/s. Skyline Financial Services Pvt Ltd, continues to be the Registrar & Transfer Agents of the Company.

Physical shares received for dematerialization are processed and completed within a period of 21 days from the date of receipt.

H. Share Transfer System

Pursuant to SEBI notification dated 24th January 2022, requests for effecting transfer of securities in physical form, shall not be processed by the Company. The share related information is available online.

As required under Regulation 40 of the SEBI LODR Regulations, a certificate on yearly basis confirming due compliance of share transfer formalities by the Company from Practicing Company Secretary has been submitted to Stock Exchanges within stipulated time.

I. Top 10 Shareholders as on 31st March, 2024

Sr. No.	Name of the Shareholder	Number of Shares	% of Total Shareholding
1.	Hemant Bharat Ram	9359149	50.11
2.	M. G. Shares and Stocks Pvt. Ltd.	660000	3.53
3.	Anil Kumar Goel	432000	2.31
4.	Zaki Abbas Nasser	325000	1.74
5.	LIC ASM	298953	1.60
6.	Bhavesh Dhiresb Bhai Shah	252396	1.35
7.	IEPF	232621	1.25
8.	Vivek Rajesh Kumar Tapiawala	223145	1.19
9.	Ashok Jain	206971	1.108
10.	Mohan Gupta	180000	0.96

J. Bifurcation of shares held in physical and demat form as on 31st March, 2024

Particulars	No of Shares	%
Physical Segment	481897	2.58
Demat Segment		
NSDL (A)	14403760	77.12
CDSL (B)	3792092	20.30
Total (A+B)	18195852	97.42
Total	18677749	100.00

K. Market Capitalisation

(in Lakhs except Rank)

Financial year Ended	BSE*		NSE#	
	M-cap	Rank	M-cap	Rank
31.03.2024	35665	1693	35506	1524
31.03.2023	25215	1515	25215	1363
31.03.2022	43743	1261	43482	1164

* Source: [Weblink](#) of the Bombay Stock Exchange.

Source: [Weblink](#) of the National Stock Exchange Limited

L. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on Equity

Not applicable as the Company has not made any such issue.

M. Listing Details

Name and Address of Stock Exchange	Stock Code
BSE Limited (BSE) Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	542729
National Stock Exchange of India Limited (NSE) Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	DCMNVL
ISIN	INE08KP01019

N. Listing Fees to Stock Exchanges:

The listing fee for the financial year 2023-24 has been paid to the above Stock Exchanges.

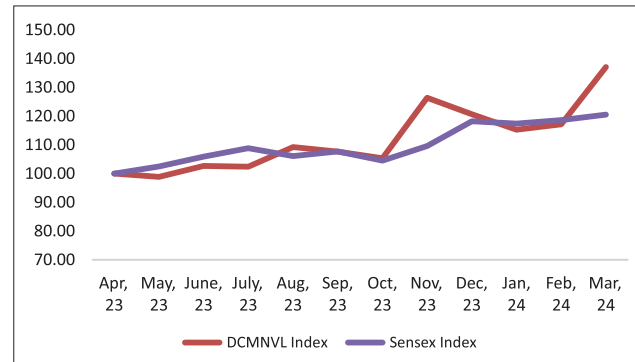
O. Custodial Fees to Depositories

The fees to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) has been paid.

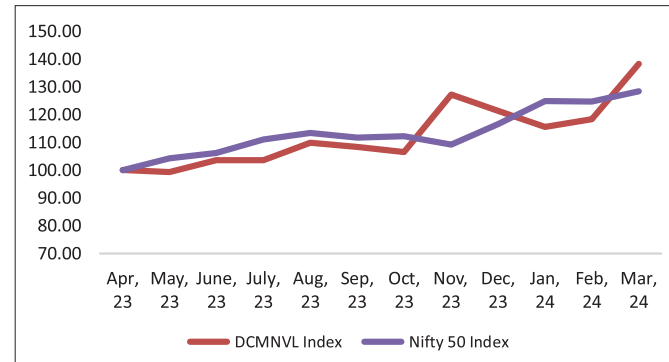
P. The monthly high and low prices and volumes of shares of the Company at BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) for the year ended 31st March, 2024 are as under:

Month	National Stock Exchange			BSE Ltd.		
	Highest (₹)	Lowest (₹)	Volume (Nos.) (In Lakhs)	Highest (₹)	Lowest (₹)	Volume (Nos.) (In Lakhs)
Apr-23	168.8	134.55	7.46	169.9	135.4	0.58
May-23	167.6	138.1	7.25	167.95	133	0.47
Jun-23	174.85	140.05	10.84	174.4	142	0.80
Jul-23	174.85	145.6	8.78	174	134	1.07
Aug-23	185.6	139.05	15.2	185.6	135.2	1.48
Sep-23	182.85	161	8.3	182.85	160.35	0.63
Oct-23	179.85	145.5	6.14	179	145	0.47
Nov-23	214.85	157.6	22.97	214.75	157	1.43
Dec-23	205	170	8.78	205	165.4	0.98
Jan-24	195	167.2	13	195.85	169	1.01
Feb-24	199.8	169.55	8.74	199	171.05	1.04
Mar-24	233.5	177.25	36.44	232.9	177.35	2.79

**BSE SENSEX Vs DCMNVL Share Price
(Indexed)**



**NSE NIFTY Vs DCMNVL share price
(Indexed)**



Q. Trading of shares of the Company:

During the year under review, the shares of the Company are not suspended from trading.

R. Plant Location:

Textile

Post Box No 59, Near Mela Ground, Hisar, Haryana-125001

Chemicals:

Plot No 91, 92, 93, Industrial Township DMIC Vikram Udyogpuri, Village Narvar, Ujjain, Madhya Pradesh- 456 664.

S. Credit Ratings:

During the year ended March 31, 2024, CRISIL Limited,

a renowned credit rating agency has reaffirmed and improved rating as CRISIL BBB Stable and CRISIL A3+ (Reaffirmed) to the long-term rating and short term respectively on borrowings availed by the Company.

T. Address for Investor Correspondence

All Members correspondence should be forwarded to M/s. Skyline Financial Services Pvt Ltd, the Registrar and Share Transfer Agent of the Company or to the Compliance Officer at the Registered Office of the Company at the addresses DCM Nouvelle Limited, 407, Vikrant Tower, 04, Rajendra Place, New Delhi-110008, India Tel: 011-43678490

The Company's dedicated e-mail address for Investors' Complaints and other communications is info@dcmnvl.com

M/s. Skyline Financial Services Pvt Ltd

D-153 A, First Floor, Okhla Industrial Area, Phase -I, New Delhi-110020,
Tel: 011-41044923,
Email: info@skylinerta.com

Compliance Officer

Mr. Mohd Sagir,
Company Secretary & Compliance Officer
E-mail: info@dcmnvl.com
Phone: +91 11-43678490

U. Corporate Identity Number (CIN)

L17309DL2016PLC307204

V. Depository Services

Members may write to the respective Depository or to Skyline Financial Services Pvt for guidance on depository services.

National Securities Depository Limited

Trade World, 'A' Wing,
4th Floor Kamala Mills Compound
Lower Parel, Mumbai - 400 013
Tel No. 022-2499 4200 Fax No. 022-2497 6351
E-mail: info@nsdl.co.in Website: www.nsdl.co.in

Central Depository Services (India) Limited

Marathon Futurex, 25th floor
N. M. Joshi Marg, Lower Parel (East)
Mumbai, Maharashtra
Tel: 022-2302 3333 Fax: 022-2300 2035
E-mail: investors@cdslindia.com
Website: www.cdslindia.com

W. Nomination Facility

Members are encouraged to make a nomination in respect of shares held by them. Members holding shares in demat form are requested to give the nomination request to their respective DPs directly. Members holding shares in physical form and intending to make / change the nomination in respect of their shares, may submit their requests to Skyline Financial or download the form from the website of the Company at the [weblink](#).

During the year ended March 31, 2024, no matter has been received under Whistle Blower Policy of the Company and no personnel have been denied access to the Chairman of the Audit Committee of the Company.

Affirmation & Disclosures

- There were no materially significant related party transactions, which could be considered to have potential conflict with the interests of the Company at large.
- The Company has duly fulfilled the following discretionary requirements as prescribed in Schedule II Part E of the Listing Regulations:

i. The Auditor's Reports on the statutory Financial Statement of the Company are unmodified.

ii. The Internal Auditor presents the findings to the Audit Committee.

c) The Internal Auditor briefs the Audit Committee through discussions and presentations covering observations, review, comments, and recommendations, etc.

d) The Company has formulated a 'Whistle Blower Policy' and has established a 'Vigil Mechanism'. No personnel have been denied access to the Audit Committee in case of concerns / grievances.

e) The Policies on Material Subsidiaries and on dealing with Related Party Transactions are available on the website of the Company at the [weblink](#).

f) Details of Familiarisation Programmes for Independent Directors are available on the website of the Company at the [weblink](#). The induction program is an exhaustive one that covers the background of the Company and its growth, various milestones in the Company's existence since its incorporation, the present structure, policies and practices, charter documents and an overview of the businesses and functions.

g) The Company issues a formal letter of appointment to the independent Directors outlining their role, duties, and responsibilities. The format of the letter is available on the website of the Company at the [weblink](#).

h) The Company has adopted a Commodity Risk Management Policy and a Foreign Exchange Risk Policy to mitigate the risk of foreign exchange price fluctuations.

i) Disclosure of commodity price risk or foreign exchange risk and hedging activities:

In terms of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated 15th November 2018, the required information is provided as under:

ii. Risk Management policy of the Company with respect to commodities including through hedging:

The Company has adopted a Commodity Risk Management Policy.

ii. Exposure of the Company to commodity and commodity risks faced by the Company throughout the year:

- Total exposure of the Company to commodities is INR: Rs 88,807.44 Lacs
- Exposure of the Company to various commodities:

Commodity Name	Exposure in INR towards the particular commodity	Exposure in Quantity terms towards the particular commodity In MT	% of such exposure hedged through commodity derivatives				
			Domestic market		International market		Total
			OTC	Exchange	OTC	Exchange	
Cotton	₹ 88807.44 Lacs	56050.63 MT	Nil	Nil	Nil	Nil	Nil

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

- The commodity risks on cotton are mitigated through close monitoring of its price movement and through strategic buying initiatives in the cotton season.
- During the year 2023-24, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The details of foreign currency exposure are disclosed in Note no. 46 to the standalone financial statement

time to time. These Standalone Financial Statements includes Balance Sheet as at 31 March 2024, the Statement of Profit and Loss including Other Comprehensive Income, Cash Flow Statement and Statement of changes in equity for the year ended 31 March 2024, and a summary of significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements").

- k) The total fees of 29.44 lakhs were paid on a consolidated basis to the Statutory Auditor and all the entities in the network firm / network entity of which the Statutory Auditor is a part for all services availed by the Company.
- l) None of the Independent Directors of the Company resigned before the expiry of their tenure.
- m) The Company has not raised any funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of the Listing Regulations.

j) Disclosure of Accounting Treatment.

The Company prepared its Financial Statements to comply with the Accounting Standards specified under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended from

Adoption of non-mandatory requirements as detailed below:

Particulars	Status
The Board	No office for the Chairperson is maintained at the Company's expense. There was no reimbursement of expenses to the Chairperson in performance of her duties.
Shareholders Rights	As the Company's quarterly results are published in an English newspaper having circulation all over India and in a Hindi newspaper having circulation in the Delhi region and is uploaded on Company's website www.dcmnvl.com, the half-yearly declaration of financial performance is not sent separately to each household of the shareholders of the Company.
Modified Opinion in audit report The listed entity may move towards a regime of financial statements with unmodified opinion	Complied. There is no qualification in the Audit Report. Auditor has issued an unqualified opinion without any matter of emphasis in the preceding three financial years. There have been no adverse remarks / concerns from statutory auditors since listing of the company.

Particulars	Status
Reporting of Internal Auditors The Internal Auditor may report directly to the Audit Committee	Complied - The Internal Auditors of the Company are present in Audit Committee Meetings, and they report to the Audit committee.
Independence, Competence, Experience of Auditors: Statutory Auditors Internal Auditors Secretarial Auditors Cost Auditors	The Board confirmed the independence, competence, and experience of the Auditors. The Independent Directors met with the Statutory and Internal Auditors without the presence of the Management. There were no adverse remarks or statements made by the Auditors

Secretarial Audit Report

The Company has undertaken Secretarial Audit for the financial year 2023-24 which, inter-alia, includes audit of compliance with the Act, and the Rules made under the Act, Listing Regulations and applicable Regulations prescribed by the SEBI and Foreign Exchange Management Act, 1999 and Secretarial Standards issued by the Institute of the Company Secretaries of India. The Secretarial Audit Report forms part of this Annual Report.

Annual Secretarial Compliance Report

The Company has undertaken an audit for the financial year 2023-24 for all applicable compliances as per SEBI Regulations and Circulars/Guidelines issued thereunder. The Annual Secretarial Compliance Report has been submitted to the stock exchanges within 60 days of the end of the financial year.

No-Disqualification Certificate from Company Secretary in Practice

None of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI or the Ministry of Corporate Affairs or any such Statutory Authority. A Certificate to this effect, duly signed by Pragnya Parimita Pradhan Practising Company Secretary (ACS: 32778), is annexed to this Report.

The disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:

Regulation Particulars of Regulations Compliance Status Yes/No

17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes

20	Stakeholder's & Finance Facilitation Committee	Yes
21	Risk Management Committee	Yes
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24	Corporate Governance requirements with respect to subsidiary of listed entity	Yes
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management	Yes
27	Other Corporate Governance requirements	Yes
46 (2) (b) to (i)	Functional Website	Yes

Details of Corporate Policies:

Details of corporate policies are provided as a part of Directors' Report, forming integral part of this Integrated Annual Report.

Dispute Resolution Mechanism at Stock Exchanges (SMART ODR):

SEBI vide its Circular dated May 30, 2022 provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this Circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its RTA on delay or default in processing any investor services related request.

In compliance with SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members holding shares in physical form.

Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years.

The Company had complied with rules and regulations

prescribed by SEBI and any other statutory authority relating to capital market.

There were no fines, penalties, or instances of violation of ethical and behavioural norms by the Directors, KMPs and SMPs during the year.

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

The aforesaid details are provided in the financial statements of the Company forming part of this Integrated Annual Report. Please refer to Note xx of the standalone financial statements.

Contributions:

The Company has not made any contributions to / spending for political campaigns, political organizations, lobbyists or lobbying organizations, trade associations and other tax-exempt groups.

Compliance Certificate on Corporate Governance

The certificate issued by Ms. Pragnya Parimita Pradhan – Practising Company Secretary, on compliance of Corporate Governance norms are annexed to this Report.

Declaration by the CEO on Code of Conduct as required by Schedule V of Listing Regulations

As required under Regulation 34(3) read with Part D of Schedule V of Listing Regulations, A Certificate to this effect, duly signed by Mr. Vivek Kaushal, Chief Executive Officer of the Company, are annexed to this Report.

Senior Management:

The details of senior management including changes therein since the close of the previous financial year is as under:

Name	As on March 31, 2024	As on March 31, 2023
Mr. Vivek Kaushal	✓	✓
Mr. Sudip Nandy	✓	✓
Mr. Sandeep Kumar Jain	✓	✓
Mr. Bir Chand Jataiwal	✓	✓
Mr. Harish Kumar Arora	✓	✓
Mr. Mohd Sagir	✓	✓
Ms. Poonam Sachdeva	✓	✓
Mr. Sanjay Modi	✓	✓
Mr. Mritunjay Chatterjee	✓	✓

Conflict of Interest:

The designated Senior Management Personnel of the Company have disclosed to the Board that no material, financial and commercial transactions have been made during the year under review in which they have personal interest, which may have a potential conflict with the interest of the Company at large.

Directors' details:

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given in the Annexure to the Notice of the 08th AGM to be held on 17th September, 2024.

Total Fees paid to Statutory Auditors

The details of fees paid by the Company to the Statutory Auditors are as under: -

Particulars	(Rupees in Lacs)	
	As on March 31, 2024	As on March 31, 2023
As Statutory Auditor	13.50	11.00
For taxation matters	1.00	1.00
Other Services	11.50	11.50
Reimbursement of Expenses	2.12	2.14
Total	28.12	25.64

Compliance with Secretarial Standards:

The Company complies with all applicable secretarial standards.

Reconciliation of Share Capital Audit Report

In terms of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practising Company Secretary with a view to reconcile the total admitted capital with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and those held in physical form with the total issued, paid up and listed capital of the Company. The Audit Report, inter alia, confirms that the Register of Members is duly updated and that demat / remat requests were confirmed within stipulated time etc. The said report is also submitted to BSE Limited and National Stock Exchange of India Limited.

Raising of the any funds, if any, through preferential allotment:

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

Details of the Company's material subsidiary:

Name:

DCM Nouvelle Specialty Chemicals Limited

Date of Incorporation:

February 02, 2022

Name of the Statutory Auditor:

M/s Bansal & Co., LLP

Date of appointment of Statutory Auditor:

August 26, 2022

CERTIFICATE

Declaration Regarding Compliance by Board Members and Senior Management Personnel with the Company's Code of Conduct

To the Members of DCM Nouvelle Limited

This is to confirm that the Board of Directors had adopted a Code of Conduct for all the Board Members and Senior Managerial Personnel of the Company. The Code of Conduct is available on the website of the Company.

I hereby declare that all Board Members and Senior Management Personnel have affirmed compliance with the provisions of the Company's Code of Conduct, for the financial year ended March 31, 2024.

Date: 29.07.2024

Place: New Delhi

Hemant Bharat Ram

Managing Director

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of DCM Nouvelle Limited

I have examined the compliance of conditions of Corporate Governance by DCM Nouvelle Limited ('the Company') for the year ended March 31, 2024, as per regulations 17 to 27, clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') pursuant to the Listing Agreement of the Company with stock exchanges.

Management's Responsibility:

The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations issued by the Securities and Exchange Board of India.

Auditors' Responsibility:

My examination was limited to the procedures and implementation thereof adopted by the Company for ensuring the compliance of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Conclusion:

In my opinion, and to the best of my information and according to explanations given to, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

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

For **Pragnya Pradhan & Associates**
Company Secretaries

Pragnya Parimita Pradhan

Proprietor
Membership No.: 32778
COP-12030

Place: New Delhi UDIN No.: A032778F000749661
Date: 16-07-2024 Peer Review No: 1564/2021

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

I, Pragnya Parimita Pradhan, proprietor of Pragnya Pradhan & Associates, Practicing Company Secretaries, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of DCM NOUVELLE LIMITED having CIN L17309DL2016PLC307204 and having registered office at 407, Vikrant Tower 4, Rajendra Place, New Delhi-110008 IN (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with clause 10(i) of Para-C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

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

Sr No.	DIN	Name of Director
1	00052826	Vinay Bharat Ram
2	00150933	Hemant Bharat Ram
3	00226058	Rakesh Goel
4	06866256	Meenakshi Nayar
5	00204829	Kulbir Singh
6	00272930	Jitendra Tuli
7	00496620	Vivek Chhachhi

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

For **Pragnya Pradhan & Associates**
Company Secretaries

Pragnya Parimita Pradhan

ACS No. 32778
C P No.: 12030

UDIN: A032778F000686882

Date: 08-07-2024
Place: New Delhi

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

(Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
for the financial year ended March 31, 2024

To,
The Board of Directors
DCM Nouvelle Limited

We have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended March 31, 2024 and we hereby certify and confirm to the best of our knowledge and belief the following:

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

Place: New Delhi
Date: 28-05-2024

Vivek Kaushal
Chief Executive Officer

Sandeep Kumar Jain
Chief Financial Officer

Independent Auditor's Report

for the year ended 31 March 2024

To the Members of
DCM Nouvelle Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **DCM Nouvelle Limited** ('the Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.
2. 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 ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

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

Key audit matter	How our audit addressed the key audit matter
<p>Valuation of Inventories</p> <p>At the balance sheet date 31 March 2024, the Company holds inventories comprising of raw materials and components, finished goods, work-in-progress aggregating to ₹ 26,156.08 lacs as disclosed in note 9 to the accompanying standalone financial statements of the Company. Such inventory is carried at cost, or net realisable value whichever is lower, as per the accounting policy disclosed in note 2(c).</p> <p>Determination of cost of inventory involves allocation of various production and administration overheads incurred to bring the inventory to its present location and condition, which involves management judgement and estimation.</p>	<p>Our audit work included, but was not limited to, the following procedures:</p> <ul style="list-style-type: none"> • Evaluated the appropriateness of the Company's accounting policy and valuation method of inventory in accordance with the applicable accounting standards. • Assessed the design and implementation of controls in respect of the inventory valuation and tested the effectiveness of key inventory controls. • Discussed with management the rationale supporting assumptions and estimates used in carrying out the inventory valuation and corroborated the same to our understanding of the business. Tested the computation of various overhead absorption rates by tracing the

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

4. 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter

Amongst the other overheads, fixed production overheads are allocated to the costs of conversion based on the normal capacity of the production facilities in accordance with the principles of Ind AS -2, Inventories.

The management's judgements and assumptions are dependent upon the internal classification and groupings of the classes of inventory for valuation purpose, which can be difficult to analyse and be influenced by other economic factors including but not limited to uncertainty surrounding industry's trends.

Further, at the end of each reporting period, the management of the Company also assesses whether there is any objective evidence that net realisable value of any item of inventory is below the carrying value. If so, such inventories are written down to their net realisable value in accordance with Ind AS 2, Inventories.

Considering the aforesaid complexities involved in significant management judgements and estimates required with respect to valuation of inventory, this matter has been determined to be a key audit matter for the current year audit.

How our audit addressed the key audit matter

underlying data to audited historical operational results of the company.

- Verified the expenses considered as cost of conversion including estimates for apportionment of the conversion on the different classes of finished goods and work in progress and recomputed the arithmetical accuracy thereof for calculating the conversion cost considered as part of the finished goods and work in progress.
- Obtained understanding of management process for identification of slow moving, non-moving or obsolete inventories and ensured that the same is consistently applied.
- Recomputed the net realisable value of the finished goods and reviewed the management assessment for carrying inventory at lower of cost and net realisable value.
- Tested ageing of inventory items obtained through system reports, as applicable.

Evaluated the appropriateness and adequacy of disclosures made in the standalone Ind AS financial statements in accordance with the applicable accounting standards.

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

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

8. In preparing the 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
9. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

10. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
11. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances Under section 143(3)(i) of the 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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; and
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. 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.
 13. 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.
 14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in

Information other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The 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 will not express any form of assurance conclusion thereon.

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

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

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

15. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
16. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. Further to our comments in Annexure I, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - c) The standalone financial statements dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;
 - f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph

17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

- g) 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:
- h) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and the operating effectiveness of such controls, refer to our separate report in Annexure II wherein we have expressed an unmodified opinion; and
 - i. The Company, as detailed in note 41 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2024;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024;
 - iv.
 - a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 52(iv) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
 - b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 52(v) to the standalone financial statements, no funds have been

received by the Company from any person or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year ended 31 March 2024.
- vi. As stated in note 53 to the financial statements and based on our examination which included test checks, except for instance mentioned below, the Company, in respect of financial year commencing on 1 April 2023, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all 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, other than the consequential impact of the exception given below.

Nature of exception noted

Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software.

Details of Exception

The audit trail feature in the accounting software used for maintenance of all accounting records by the Company does not appropriately maintain the details of subsequent edits at the application level. Further, the audit trail feature at the database level was not enabled for the said accounting software to log any direct data changes.

Place: New Delhi
Date: 28 May 2024

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner
Membership No.: 504774
UDIN: 24504774BKEOAW6496

Annexure I referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of DCM Nouvelle Limited on the standalone financial statements for the year ended 31 March 2024

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and capital work-in-progress.
- (B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 3 to the standalone financial statements, are held in the name of the Company. For title deeds of immovable properties in the nature of land situated at Hisar with gross carrying values of ₹ 687.10 lacs as at 31 March 2024, which have been mortgaged as security for loans or borrowings taken by the Company, confirmations with respect to title of the Company have been directly obtained by us from the respective lender.
- (d) The Company has adopted cost model for its Property, Plant and Equipment. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.
- (e) 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) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year except for goods-in-transit. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records. In respect of goods-in-transit, these have been confirmed from corresponding receipt and/or dispatch inventory records.
- (b) As disclosed in Note 22 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of ₹ 5 crores by banks based on the security of current assets. The quarterly returns, in respect of the working capital limits have been filed by the Company with such banks such returns are in agreement with the books of account of the Company for the respective periods, which were not subject to audit.
- (iii) The Company has not provided any guarantee or security or granted any advances in the nature of loans to company during the year. Further, the Company has made investments in, and granted unsecured loans to company or any other parties during the year, in respect of which:
- (a) The Company has made investments in subsidiary and provided loans to Subsidiary and others during the year as per details given below:

Particulars	Investments (₹ In lacs)	Loans (₹ In lacs)
Aggregate amount provided/granted during the year:		
- Subsidiary	3,084.73	2,894.00
- Others	-	5.00
Balance outstanding as at balance sheet date in respect of above cases:		
- Subsidiary	5,149.28	2,894.00
- Others	-	7.38

- (b) In our opinion, and according to the information and explanations given to us, the investments made and terms and conditions of the grant of all loans provided are, prima facie, not prejudicial to the interest of the Company. The Company has not provided any guarantee or given any security or granted any advances in the nature of loans during the year.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and principal amount is not due for repayment currently, however, the receipt of the interest is regular.
- (d) There is no overdue amount in respect of loans granted to such companies or other parties.
- (e) The Company has not granted any loans or advances in the nature of loans which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans/advances in nature of loan that existed as at the beginning of the year.
- (f) The Company has not granted any loans or advance in the nature of loan, which is repayable on demand or without specifying any terms or period of repayment.
- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of loans and investments made by it, as applicable. Further, the Company has not entered into any transaction covered under section 185 and 186 of the Act in respect of guarantees and security provided by it.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) In our opinion, and according to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (₹)	Amount paid under Protest (₹)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Disallowance U/s 69C	Not Ascertainable	Nil	2018-19	CIT(Appeals)
Employee state insurance act, 1948	Demand raised by ESIC Department	0.79	Nil	2014	Punjab and Haryana High Court
Ministry of textiles	Refund of TUFs Subsidy	190.82	190.82	2018-19	Delhi High Court

- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer
- (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company has been noticed or reported during the period covered by our audit.
- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under

Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the

evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) According to the information and explanations given to us, the Company has transferred the remaining unspent amounts towards Corporate Social Responsibility (CSR) under sub-section (5) of section 135 of the Act, in respect of ongoing project, within a period of 30 days from the end of financial year to a special account in compliance with the provision of sub-section (6) of section 135 of the Act.
- (xxi) The reporting under clause 3(xxii) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandio & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner

Place: New Delhi
Date: 28 May 2024

Membership No.: 504774
UDIN: 24504774BKEOAW6496

Annexure II to the Independent Auditor's Report of even date to the members of DCM Nouvelle Limited on the standalone financial statements for the year ended 31 March 2024

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of DCM Nouvelle Limited ('the Company') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls 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. 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 the Company's business, including adherence to the 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.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. 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 Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements .

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls 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 controls with reference to financial statements include 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 financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. 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 controls 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

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with

reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls 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 **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner

Place: New Delhi
Date: 28 May 2024

Membership No.: 504774
UDIN: 24504774BKEOAW6496

Standalone Balance Sheet

as at 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	Notes	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3	24,785.12	26,306.77
Capital work-in-progress	3	9.97	177.73
Financial assets			
(i) Investments	4	5,149.28	2,064.55
(ii) Other financial assets	5	2,894.00	-
Non-current tax assets (net)	7	426.52	476.18
Other non-current assets	8	1,877.90	2,042.13
Total non-current assets		35,142.79	31,067.36
Current assets			
Inventories	9	26,156.08	22,805.65
Financial assets			
(i) Trade receivables	10	11,457.90	5,901.15
(ii) Cash and cash equivalents	11	73.46	90.61
(iii) Bank balances other than (ii) above	12	0.10	-
(iv) Loans	13	40.62	48.33
(v) Other financial assets	14	532.35	330.89
Other current assets	15	2,003.63	1,773.10
		40,264.14	30,949.73
Assets held for sale	16	-	1,891.99
Total current assets		40,264.14	32,841.72
Total assets		75,406.93	63,909.08
EQUITY AND LIABILITIES			
Equity			
Equity share capital	17	1,867.77	1,867.77
Others equity	18	30,324.53	30,238.55
Total equity		32,192.30	32,106.32
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	19	8,252.06	9,753.37
(ii) Other financial liabilities	20	14.20	13.80
Provisions	21	439.07	405.18
Deferred tax liabilities (net)	6	570.63	497.44
Total non-current liabilities		9,275.96	10,669.79
Current liabilities			
Financial liabilities			
(i) Borrowings	22	28,839.77	16,653.47
(ii) Trade payables	23		
(a) Total outstanding dues of micro enterprises and small enterprises		1,176.83	230.08
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,199.32	1,626.92
(iii) Other financial liabilities	24	920.33	1,061.97
Other current liabilities	25	239.40	212.83
Contract liabilities	26	343.22	154.65
Provisions	27	1,219.80	1,193.05
Total current liabilities		33,938.67	21,132.97
Total liabilities		43,214.63	31,802.76
Total equity and liabilities		75,406.93	63,909.08

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No. : 001076N/N500013

Rohit Arora

Partner

Membership No. : 504774

For and on behalf of the Board of Directors of

DCM Nouvelle Limited

Hemant Bharat Ram

Managing Director

DIN : 00150933

Vivek Kaushal

Chief Executive Officer

Dr. Meenakshi Nayar

Chairperson and Director

DIN : 06866256

Sandeep Kumar Jain

Chief Financial Officer

M. No. : 078691

Mohd Sagir

Company Secretary

M. No. : F11061

Place: New Delhi

Date: 28 May 2024

Place: New Delhi

Date: 28 May 2024

Standalone Statement of profit and loss

for the year ended 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
Income			
Revenue from operations	28	108,087.66	86,440.81
Other income	29	805.59	591.95
Total income		108,893.25	87,032.76
Expenses			
Cost of materials consumed	30	83,207.40	70,627.97
Changes in inventories of finished goods, work-in-progress and scrap	31	2,260.71	(1,848.21)
Employee benefits expense	32	5,889.87	5,079.51
Finance costs	33	2,510.78	616.32
Depreciation expense	34	2,274.97	998.81
Other expenses	35	12,550.50	9,180.23
Total expenses		108,694.23	84,654.63
Profit before exceptional items and tax		199.02	2,378.13
Exceptional items	36	-	294.08
Profit before tax		199.02	2,084.05
Tax expense			
Current tax	37	30.46	81.54
Deferred tax	37	75.56	575.47
Total tax expense		106.02	657.01
Profit for the year		93.00	1,427.04
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement (loss)/gain of defined benefit obligations	37	(9.38)	18.15
Income tax relating to remeasurement of defined benefit obligations		(2.36)	4.57
Total other comprehensive income, net of tax		(7.02)	13.58
Total comprehensive income for the year		85.98	1,440.62
Earnings per equity share (face value of ₹ 10 each)			
Basic	39	0.50	7.64
Diluted	39	0.50	7.64

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No. : 504774

For and on behalf of the Board of Directors of

DCM Nouvelle Limited

Hemant Bharat Ram

Managing Director

DIN : 00150933

Vivek Kaushal

Chief Executive Officer

Dr. Meenakshi Nayar

Chairperson and Director

DIN : 06866256

Sandeep Kumar Jain

Chief Financial Officer

M. No. : 078691

Mohd Sagir

Company Secretary

M. No. : F11061

Place: New Delhi

Date: 28 May 2024

Place: New Delhi

Date: 28 May 2024

Standalone Cash flow statement

for the year ended 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Cash flows from operating activities		
Net profit before tax	199.02	2,084.05
Adjustments for :		
Depreciation expense	2,274.97	998.81
Profit on sale of property, plant and equipment (net)	(5.84)	(9.02)
Loss on sale of investment property	-	56.97
Loss on assets held for sale	-	237.11
Unrealised foreign exchange gain	0.64	(55.07)
Interest income including interest subsidy	(206.41)	(73.00)
Miscellaneous balances written back	(10.82)	(127.76)
Provision against Technology Upgradation Fund subsidy (Refer Note 38)	1.86	1.86
Provision against doubtful advances	73.13	-
Interest expense	2,510.78	616.32
Operating profit before working capital changes	4,837.33	3,730.27
Net change in		
Inventories	(3,350.43)	(763.77)
Trade receivables	(5,516.58)	2,350.09
Loans	7.71	(16.33)
Other financial assets	(257.25)	985.96
Other assets	(75.97)	(1,690.75)
Trade payable	529.97	851.41
Provisions	51.26	(87.45)
Financial liabilities	66.57	(62.31)
Other liabilities	215.13	194.65
Cash generated from operations	(3,492.26)	5,491.77
Income-taxes paid (net of refunds)	-	(434.91)
Net cash flow (used in)/ generated from operating activities (A)	(3,492.26)	5,056.86
B. Cash flows from investing activities		
Purchase of property, plant and equipment (including capital work-in-progress, capital advance and capital creditors)	1,124.68	(13,870.38)
Proceeds from sale of property, plant and equipment	13.94	155.59
Investment in subsidiary	(3,084.73)	(2,056.95)
Loan to subsidiary	(2,894.00)	-
Interest received	181.92	68.02
Fixed deposit (made) /matured during the year	(0.10)	144.36
Net cash (used in) investing activities (B)	(4,658.29)	(15,559.36)
C. Cash flows from financing activities		
Repayment of long-term borrowings	(795.91)	(25.21)
Proceeds from long-term borrowings	-	7,703.42
Proceeds from short-term borrowings (net)	11,440.09	3,130.72
Finance charges paid	(2,510.78)	(631.64)
Net cash generated from financing activities (C)	8,133.40	10,177.29

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
D. Net decrease in cash and cash equivalents during the year (A+B+C)	(17.15)	(325.21)
E. Cash and cash equivalents at the beginning of the year	90.61	415.82
F. Cash and cash equivalents at the end of the year	73.46	90.61
G. Components of cash and cash equivalents		
i. Balances with banks:		
- Current accounts	22.82	56.01
- Cash credit accounts	47.42	28.16
ii. Cash on hand	3.22	6.44
Cash and cash equivalents as at the end of the year (Refer Note 11)	73.46	90.61

Reconciliation of financial liabilities arising from financing activities

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening balances		
Non-current borrowings (including current maturities)	10,552.06	2,873.85
Current borrowings	15,854.78	12,718.00
Cash flows during the year		
Repayment of non-current borrowings	(795.91)	(25.21)
Proceeds from non-current borrowings	-	7,703.42
Proceeds short-term borrowings (net)	11,440.09	3,130.72
Exchange fluctuation loss on reinstatement of current borrowings	40.81	6.06
Finance charges incurred	2,510.78	616.32
Finance charges paid	(2,510.78)	(616.32)
Closing balances		
Non-current borrowings (including current maturities)	9,756.15	10,552.06
Current borrowings	27,335.68	15,854.78

The above standalone cash flow statement has been prepared under the 'indirect method' as set out in Ind AS 7, 'Statement of cash flows'.

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached
For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Rohit Arora
Partner
Membership No. : 504774

Hemant Bharat Ram
Managing Director
DIN : 00150933

Dr. Meenakshi Nayar
Chairperson and Director
DIN : 06866256

Vivek Kaushal
Chief Executive Officer

Sandeep Kumar Jain
Chief Financial Officer
M. No. : 078691

Mohd Sagir
Company Secretary
M. No. : F11061

Place: New Delhi
Date: 28 May 2024

Place: New Delhi
Date: 28 May 2024

Standalone statement of changes in equity

for the year ended 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

A. EQUITY SHARE CAPITAL

Particulars	Number of shares	Amount
Balance as at 01 April 2022	1,86,77,749	1,867.77
Changes in equity share capital during the year	-	-
Balance as at 31 March 2023	1,86,77,749	1,867.77
Changes in equity share capital during the year	-	-
Balance as at 31 March 2024	1,86,77,749	1,867.77

B. OTHER EQUITY

Particulars	Reserve and surplus		Total
	Securities premium	Retained earnings	
Balance as at 01 April 2022	5,518.63	23,279.30	28,797.93
Profit for the year	-	1,427.04	1,427.04
Other comprehensive income for the year	-	13.58	13.58
Total comprehensive income	-	1,440.62	1,440.62
Balance as at 31 March 2023	5,518.63	24,719.92	30,238.55
Profit for the year	-	93.00	93.00
Other comprehensive income for the year	-	(7.02)	(7.02)
Total comprehensive income	-	85.98	85.98
Balance as at 31 March 2024	5,518.63	24,805.90	30,324.53

The accompanying notes form an integral part of these standalone financial statements.

As per our report of even date attached
For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner
Membership No. : 504774

Place: New Delhi
Date: 28 May 2024

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Hemant Bharat Ram
Managing Director
DIN : 00150933

Vivek Kaushal
Chief Executive Officer

Place: New Delhi
Date: 28 May 2024

Dr. Meenakshi Nayar
Chairperson and Director
DIN : 06866256

Sandeep Kumar Jain
Chief Financial Officer
M. No. : 078691

Mohd Sagir
Company Secretary
M. No. : F11061

Notes to Standalone Financial Statements

for the year ended 31 March 2024

Material accounting policy information and other explanatory information to the standalone financial statements for the year ended 31 March 2024

1 Company Overview and basis of preparation and presentation

1.1 Company overview

DCM Nouvelle Limited (herein after referred to as 'the Company') is domiciled in India with its registered office situated at Vikrant Tower, 4, Rajendra Place, New Delhi-110008, (CIN: L17309DL2016PLC307204). The Company has been incorporated under the provision of Indian Companies Act and its equity shares are listed on the National Stock Exchanges (NSE) and Bombay Stock Exchange (BSE). The Company is primarily engaged in the business of manufacturing and sale of Cotton Yarn.

1.2 General information and statement of compliance with Ind AS

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and other relevant provisions of the Act and the guidelines issued by Securities and Exchange Board of India, to the extent applicable.

The standalone financial statements have been prepared on accrual and going concern basis. The accounting policies have been consistently applied to all the periods presented in the financial statements except where newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The standalone financial statements were authorised for issue by the Company's Board of Directors on 28 May 2024.

New and amended standards adopted by the Company

The Company has applied the following amendments for the first time for their annual reporting period commencing April 1, 2023:

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments to Ind AS 8 clarify the distinction between changes in accounting estimates, changes

in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

Ind AS 1 – Presentation of Financial Statements

The amendments to Ind AS 1 provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. This amendment did not have any material impact on the Company's financial statements and disclosures.

Ind AS 12 – Income Taxes

The amendments to Ind AS 12 Income Tax narrow the scope of the initial recognition exception, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities. The above amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

New Standards/Amendments notified but not yet effective:

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. During the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

1.3 Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lacs, unless otherwise indicated and number of shares are mentioned in absolute numbers.

1.4 Basis of measurement

The standalone financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Derivative instruments	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations

1.5 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Judgements, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes.

a) Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2024 is included in the following notes:

Note 2 (a) - Measurement of fair values

Note 2 (b) - Measurement of useful lives and residual values to property, plant and equipment.

Note 2 (c) – Valuation of inventory

Note 2 (d) – Estimated impairment of financial assets.

Note 2 (f) – Estimated impairment of non-financial assets

b) Judgement

Note 2 (d) (i) - Derecognition of trade receivables

Note 2 (g) – Recognition and measurement of provisions and contingencies

Note 2 (i) – Recognition of deferred tax assets availability of future taxable profit against which tax losses carried forward can be used.

1.6 Operating cycle

Based on the nature of products/activities of the Company and the normal time between acquisition

of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2. Material accounting policy information

Following material accounting policy information are used in the preparation of the standalone financial statements.

a. Measurement of fair values

Company's certain accounting policies and disclosures require the measurement of fair values, for financial assets and financial liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and reports directly to the board of directors.

The finance 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 valuation 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.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of

the reporting period during which change has occurred.

b. Property, Plant and equipment

Recognition and measurement

The cost of an item of property, plant and equipment shall be recognized as an asset if, and only if: (a) it is probable that future economic benefits associated with the item will flow to the entity; and (b) the cost of the item can be measured reliably.

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use. The cost of self-constructed assets includes the cost of materials, direct labour, and any other costs directly attributable to bringing the assets to a working condition and location for their intended use.

The carrying amount of an item of property, plant and equipment shall be derecognized: (a) on disposal; or (b) when no future economic benefits are expected from its use or disposal.

When parts of an item of property, plant and equipment having significant cost have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Gains or losses on disposal of an item of property, plant and equipment is recognised in the statement of profit or loss.

All spare parts which are expected to be used for more than one accounting period are capitalised as property, plant and equipment.

Capital work-in-progress is stated at cost, net of impairment loss, if any.

The cost replacing part of an item of property, plant and equipment is recognised in the carrying amount of the cost of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are

recognised in the statement of profit and loss as incurred.

Depreciation is provided on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using straight line method.

On assets sold, discarded, etc., during the year, depreciation is provided up to the date of sale/discard. Depreciation has been calculated on a pro-rata basis in respect of acquisition/installation during the year. Freehold land is not depreciated.

The depreciation charged on all property, plant and equipment is on the basis of useful life specified in Part "C" of Schedule II to the Companies Act, 2013 which represents useful lives of the assets.

Asset category	As per Schedule II
Computers	3 years
Furniture and Fixtures	10 Years
Building	30-60 years
Vehicles	8-10 years
Plant and machinery (on triple shift basis)	7.5 years
Office equipment	5 years
Servers and networks	6 years
Road	5 Years
Electrical Installation	10 Years

Depreciation methods, useful lives and residual values are reviewed at least at each financial year end and changes, if any, are accounted for prospectively.

c. Inventories

Inventories are valued at lower of cost or net realisable value. Cost of raw material comprise cost of purchase and is determined after rebate and discounts. Cost of work-in-progress and finished goods comprises direct material, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.

Cost of inventories also include all other cost incurred in bringing the inventories to their present location and condition. Costs are determined on weighted average cost basis.

Waste material is valued at net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. When a decline in the price of materials indicates that the cost of finished products exceeds net realisable value, the materials are written down to net realisable value. Net realisable value of raw material is determined with reference to the replacement cost of the raw materials.

d. Financial instruments

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

Recognition and initial measurement

(i) Financial assets

Financial assets are classified at initially recognised as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL)

With the exception of trade receivable that do not contain a significant financing component, the Company initially measures financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables do not contain a significant financing component and are measured at the transaction price determined under Ind AS 115, Refer to the accounting policies in section (j) Revenue recognition.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e. the date that the Company commits to purchase or sell the asset.

Classification and subsequent measurement

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.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at

FVTPL:

- the asset is held within a business model whose objective is to hold assets 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.

All equity investment in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applied are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. The Company elected to classify irrevocably its non-listed equity investments under this category. If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instruments, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the Statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Impairment

The Company recognises loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss

allowance for trade receivables is measured at an amount equal to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the statement of profit and loss.

(ii) Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the statement of profit and loss. Any gain or loss on derecognition is also recognised in the statement profit or loss.

(iii) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

Derecognition

(i) Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership

and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

(ii) Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in statement of profit or loss.

e. 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 these investments, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

f. Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in estimate used to determine the recoverable amount. Such a reversal is made 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.

g. Provisions, contingent liabilities and contingent assets

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the amount of time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the possibility of

an outflow of economic benefits is remote.

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

h. Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods before transferring them to the customer.

(i) Sale of goods

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer. In case of domestic sales, control is generally transferred on delivery of goods and in case of export sales which are secured against letter of credit, control is generally transferred at the time of bill of lading and in case of other export sales, control is transferred when payment is received and there are no unfulfilled obligations. Amounts disclosed as revenue are net of returns and allowances, trade discounts and rebates.

Revenue is measured based on the transaction price, which is the consideration, adjusted for variable consideration such as volume discounts, cash discounts etc. as specified in the contract with the customer.

Contact asset is the entity's right to consideration in exchange for goods or services that the entity has transferred to the customer. A contract asset becomes a receivable when the entity's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due.

Contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfer goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due

(whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract. Contract liabilities are disclosed in Note 26 as advance received from customers.

(ii) Rendering of services

Revenue from sale of services is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured and is recognised in the statement of profit and loss in proportion to the stage of completion of the transaction at the reporting date

(iii) Duty Drawback and other export benefits

The revenue in respect of duty drawback and similar other export benefits is recognised on accrual (subsequent to recording of export sales) basis at the rate at which the entitlements accrue.

Use of significant judgements in revenue recognition

- a) Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration of variable consideration with elements such as volume discounts, price concessions and incentives. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product of service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable consideration to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- b) The Company uses judgement to determine an appropriate selling price for a performance obligation.

The Company allocates the transaction price to each performance obligations on the basis of the relative selling price of each distinct product promised in the contract.

- c) The Company's performance obligation under revenue contracts, is satisfied at a point in time and judgement is exercised in determining point in time.

(iv) Other income

Interest income is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or

When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

i. Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ("OCI") or directly in equity.

(i) Current tax

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

(ii) Deferred Tax

Deferred tax is recognised for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date. Deferred tax liabilities are generally recognised for all taxable temporary differences except when the deferred tax liability arises at the time of transaction that affects neither the accounting profit or loss nor taxable profit or loss. Deferred tax assets are generally recognised for all deductible temporary differences, carry forward of unused tax credits and any unused tax losses, to the extent that it is probable that future taxable income will be available against which the deductible temporary differences and carry forward of unused tax credit and unused tax losses can be utilised, except when the deferred tax asset relating to temporary differences arising at the time of transaction affects neither the accounting profit or loss nor the taxable profit or loss. Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss, either in other comprehensive income or directly in equity. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

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

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

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

When there is uncertainty regarding income tax treatments, the Company assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognised. The effect of the uncertainty is recognised using the method that, in each case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Company evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker.

In accordance with Ind AS 108-Operating Segments, the operating segments used to present segment information are identified on the basis of internal reports used by the Company's Management to allocate resources to the segments and assess their performance.

The Board of Directors is collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The Company has only one reportable business segment i.e. manufacture of cotton yarn.

k. Borrowing cost:

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that

they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds.

Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

In case of a specific borrowing taken for the purpose of acquisition, construction or production of a qualifying asset, the borrowing costs capitalised shall be the actual borrowing costs incurred during the period less any interest income earned on temporary investment of specific borrowing pending expenditure on qualifying asset.

In case funds are borrowed generally and such funds are used for the purpose of acquisition, construction or production of a qualifying asset, the borrowing costs capitalised are calculated by applying the weighted average capitalisation rate on general borrowings outstanding during the period, to the expenditures incurred on the qualifying asset.

If any specific borrowing remains outstanding after the related asset is ready for its intended use, that borrowing is considered part of the funds that are borrowed generally for calculating the capitalisation rate.

l. Government grant:

Grants from the Government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income/other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to statement of profit or loss on a straight-line basis over the expected lives of the

related assets and presented within other income.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

m. Foreign currency transactions and translation

Company's functional currency is Indian Rupee (INR) and the standalone financial statements are presented in Indian Rupee (INR).

n. Investment properties

Property that is held for long term rental yields or for capital appreciation or for both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction cost and where applicable borrowing costs. Subsequent expenditure is capitalised to assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and loss during the period in which they are incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Investment property consists of building, building is depreciated using the straight-line method over their estimated useful life of 60 years.

o. Assets classified as held for sale

Non-current assets comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met:

- decision has been made to sell
- the assets are available for immediate sale in its present condition.
- the assets are being actively marketed, and
- sale has been agreed or is expected to be concluded within 12 months of the Balance sheet date.

Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs to sell.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

3 Property, plant and equipment and capital work-in-progress:

Particulars	Freehold land	Buildings	Plant and equipments	Furniture and fixtures	Office equipments	Vehicles	Roads	Total	Capital work-in-progress
Gross carrying value									
As at 1 April 2022	2,188.35	3,269.77	16,516.23	21.78	43.77	209.56	-	22,249.46	1,540.20
Additions	-	3,219.38	13,093.63	6.95	17.11	23.49	79.05	16,439.61	15,077.14
Disposals/adjustments	-	-	89.30	-	1.07	10.62	-	100.99	16,439.61
Transfer to Assets held for sale	1,501.25	-	-	-	-	-	-	1,501.25	-
As at 1 April 2023	687.10	6,489.15	29,520.56	28.73	59.81	222.43	79.05	37,086.83	177.73
Additions	-	299.17	359.13	11.52	18.48	-	73.12	761.42	593.66
Disposals/adjustments	-	-	36.73	0.06	-	96.98	-	133.77	761.42
Transfer to Assets held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2024	687.10	6,788.32	29,842.96	40.19	78.29	125.45	152.17	37,714.48	9.97
Accumulated depreciation									
As at 1 April 2022	-	677.98	9,027.28	16.36	27.22	133.32	-	9,882.16	-
Charge for the year	-	137.99	815.33	1.67	9.70	19.88	1.25	985.82	-
Disposals/adjustments	-	-	84.73	-	1.05	2.14	-	87.92	-
Balance as at 31 March 2023	-	815.97	9,757.88	18.03	35.87	151.06	1.25	10,780.06	-
Charge for the period	-	216.43	2,001.86	3.33	15.87	19.12	18.36	2,274.97	-
Disposals/adjustments	-	-	34.90	0.06	-	90.71	-	125.67	-
Transfer to Assets held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2024	-	1,032.40	11,724.84	21.30	51.74	79.47	19.61	12,929.36	-
Net carrying value									
As at 31 March 2023	687.10	5,673.18	19,762.68	10.70	23.94	71.37	77.80	26,306.77	177.73
As at 31 March 2024	687.10	5,755.92	18,118.12	18.89	26.55	45.98	132.56	24,785.12	9.97

- (i) Refer note 19, 22 and 47 for charge created on property, plant and equipment as security against borrowings.
(ii) Refer note 41 for disclosure on contractual commitments for acquisition of property, plant and equipment.
(iii) Land admeasuring 267.63 acres at Hisar amounting to ₹ 687.10 lacs (31 March 2023 : ₹ 687.10 lacs) are registered in the name of Company.

Capital work-in-progress ageing

Ageing for capital work-in-progress as at March 31, 2024 is as follows :

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Textile Unit	9.97	-	-	-	9.97
	9.97	-	-	-	9.97

There are no such projects under capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan as of 31 March 2024 and 31 March 2023.

(All amounts in ₹ lacs, unless stated otherwise)

Capital work-in-progress ageing

Ageing for capital work-in-progress as at March 31, 2023 is as follows :

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Textile Unit	177.73	-	-	-	177.73
	177.73	-	-	-	177.73

4. Investments

Particulars	As at 31 March 2024	As at 31 March 2023
Investment in subsidiary (fully paid up), valued at cost		
Unquoted		
76,000 (31 March 2023: 76,000) equity shares of DCM Nouvelle Specialty Chemicals Limited of ₹ 10 each	7.60	7.60
68,40,000 (31 March 2023: 68,40,000) equity shares of DCM Nouvelle Specialty Chemicals Limited of ₹ 10 each at premium of ₹ 7.90 per share	1,224.36	1,224.36
70,68,000 (31 March 2023: 70,68,000) equity shares of DCM Nouvelle Specialty Chemicals Limited of ₹ 10 each (31 March 2023 : Paid ₹ 5) and at premium of ₹ 7.90 per share (31 March 2023 : Paid ₹ 3.95)	1,265.17	632.59
21,87,052 (31 March 2023: ₹ nil) equity shares of DCM Nouvelle Specialty Chemicals Limited of ₹ 10 each at premium of ₹ 17.80 per share	608.00	-
70,00,500 (31 March 2023: ₹ nil) equity shares of DCM Nouvelle Specialty Chemicals Limited of ₹ 10 each at premium of ₹ 19.20 per share	2044.15	-
Share Application Money		
DCM Nouvelle Specialty Chemicals Limited	-	200.00
	5,149.28	2,064.55

5. Other financial assets

Particulars	As at 31 March 2024	As at 31 March 2023
(Unsecured, considered good)		
DCM Nouvelle Specialty Chemicals Limited	2,894.00	-
	2,894.00	-

(All amounts in ₹ lacs, unless stated otherwise)

6. Deferred tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Tax effect of items constituting deferred tax assets		
Provision for gratuity and compensated absences	249.03	226.85
Provision for bonus	102.66	88.54
Provision against TUF subsidy	82.56	82.09
Provision for trade receivables and other advances	45.27	26.86
Expenses related to business combination	-	15.83
Loss for current year	223.38	
Others	21.35	11.21
Deferred tax liabilities		
Difference between accounting base and tax base of property, plant and equipment	(1294.88)	(948.82)
Deferred tax assets/(liabilities) (net)	(570.63)	(497.44)

Movement in deferred tax assets/liabilities during year ended 31 March 2024

Particulars	Balance as at 31 March 2023	Recognised in profit and loss	Recognised in other comprehensive income	Balance as at 31 March 2024
Deferred tax assets				
Provision for gratuity and compensated absences	226.85	19.82	2.36	249.03
Provision for bonus	88.54	14.12	-	102.66
Provision against TUF subsidy	82.09	0.47	-	82.56
Provision for trade receivables and other advances	26.86	18.40	-	45.27
Expenses related to business combination	15.83	(15.83)	-	0.00
Loss for current year	-	223.38	-	223.38
Others	11.21	10.14	-	21.35
Deferred tax liabilities				
Difference between accounting base and tax base of property, plant and equipment	(948.82)	(346.06)	-	(1294.88)
Deferred tax assets/(liabilities) (net)	(497.44)	(75.56)	2.36	(570.63)

(All amounts in ₹ lacs, unless stated otherwise)

Movement in deferred tax assets/(liabilities) during year ended 31 March 2023

Particulars	Balance as at 31 March 2022	Recognised in profit and loss	Recognised in other comprehensive income	Balance as at 31 March 2023
Deferred tax assets				
Provision for gratuity and compensated absences	263.32	(31.90)	(4.57)	226.85
Provision for bonus	77.49	11.05	-	88.54
Provision against TUF subsidy	81.62	0.47	-	82.09
Provision for trade receivables and other advances	26.86	-	-	26.86
Expenses related to business combination	31.66	(15.83)	-	15.83
Others	21.15	(9.94)	-	11.21
Deferred tax liabilities				
Difference between accounting base and tax base of property, plant and equipment	(419.51)	(529.31)	-	(948.82)
Deferred tax assets/liabilities (net)	82.59	(575.46)	(4.57)	(497.44)

7. Non-current tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Advance tax {net of provision for income-tax of ₹ Nil (31 March 2023: ₹ 72.24 lacs)}	426.52	476.18
	426.52	476.18

8. Other non-current assets

Particulars	As at 31 March 2024	As at 31 March 2023
(Unsecured, considered good)		
Capital advances	0.07	34.23
Balance with government authorities	1,157.64	1,201.90
Security deposits	699.89	770.74
Prepaid expenses	20.30	35.26
(Unsecured, considered doubtful)		
Balance with government authorities	12.55	12.55
	1,890.45	2,054.68
Less: provision for doubtful advances	12.55	12.55
	1,877.90	2,042.13

(All amounts in ₹ lacs, unless stated otherwise)

9. Inventories#

(valued at lower of cost or net realisable value)

Particulars	As at 31 March 2024	As at 31 March 2023
Raw materials	19,006.44	13,406.40
Work-in-progress	1,248.53	1,388.98
Finished goods*	4,531.59	7,025.77
Stores and spares**	133.88	122.76
Scrap	1,235.64	861.74
Total	26,156.08	22,805.65

Refer note 19, 22 and 47 for charge created on inventories as security against borrowings.

* Includes finished goods-in-transit amounting to ₹ 2,096.33 lacs (31 March 2023: ₹ 2,146.09 lacs).

** Includes packing materials of ₹ 44.52 lacs (31 March 2023: ₹ 46.06 lacs) and lubricants and oil of ₹ 19.33 lacs (31 March 2023 : ₹ 25.05 lacs).

10. Trade receivables# (other than related party)

Particulars	As at 31 March 2024	As at 31 March 2023
Considered good-secured	9,581.88	5,396.00
Considered good-unsecured	1,876.02	505.15
Credit impaired-unsecured	179.84	106.71
	11,637.74	6,007.86
Less: loss allowance for expected credit loss	(179.84)	(106.71)
	11,457.90	5,901.15

Refer note 19, 22 and 47 for charge created on trade receivables as security against borrowings.

Note: The credit period generally allowed on sales varies, on a case to case basis, and from business to business and is based on market conditions. Generally credit period allowed on domestic sale is upto 10 days.**Ageing for trade receivables as at March 31, 2024:**

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	514.28	10,833.52	110.10	-	-	-	11,457.90
Undisputed trade receivables - credit impaired	-	-	11.53	-	-	-	11.53
Disputed trade receivables - credit impaired	-	-	64.96	-	-	103.35	168.31
	514.28	10,833.52	186.59	-	-	103.35	11,637.74
Less: allowance for expected credit loss	-	-	-	-	-	-	179.84
Total	-	-	-	-	-	-	11,457.90

(All amounts in ₹ lacs, unless stated otherwise)

Ageing for trade receivables as at March 31, 2023:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	408.29	5,490.74	-	2.12	-	-	5,901.15
Disputed trade receivables - credit impaired	-	-	-	-	-	106.71	106.71
	408.29	5,490.74	-	2.12	-	106.71	6,007.86
Less: allowance for expected credit loss	-	-	-	-	-	-	106.71
Total	-	-	-	-	-	-	5,901.15

11. Cash and cash equivalents

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks		
- in current accounts	22.82	56.01
- in cash credit accounts	47.42	28.16
Cash on hand	3.22	6.44
	73.46	90.61

There are no repatriation restrictions with regard to cash and cash equivalents at the end of reporting year and prior year.

12. Other bank balances

Particulars	As at 31 March 2024	As at 31 March 2023
Margin money*	0.10	-
	0.10	-

*Margin Money as at 31 March 2024 includes fixed deposits of ₹ 0.10 lacs (31 March 2023 ₹ Nil) pledged against Licence of Market Committee .

13. Loans

(Unsecured-considered good)

Particulars	As at 31 March 2024	As at 31 March 2023
Loans and advances to employees*	40.62	48.33
	40.62	48.33

*This includes loan to employees of ₹ 7.38 lacs (31 March 2023 ₹ 17.83 lacs) that are interest free and repayable within a timeframe of 12 months.

(All amounts in ₹ lacs, unless stated otherwise)

14. Other current financial assets

Particulars	As at 31 March 2024	As at 31 March 2023
(Unsecured-considered doubtful)		
Technology upgradation fund (TUF) subsidy receivable	165.59	165.59
Less: loss allowance (refer note 38)	45.74	43.87
	119.85	121.72
(Unsecured-considered good)		
Export incentive receivable	380.28	169.46
Forward gain receivables	-	39.63
Others	32.22	0.08
	532.35	330.89

15. Other current assets

Particulars	As at 31 March 2024	As at 31 March 2023
Advance to suppliers	311.87	342.92
Balance with government authorities	1,575.10	1,370.24
Prepaid expenses	116.66	52.22
Other advances	-	7.72
	2,003.63	1,773.10

16. Assets held for sale

Particulars	As at 31 March 2024	As at 31 March 2023
Property, plant and equipment		
Gross carrying value(including security deposit given)	-	2,139.10
Less: Accumulated depreciation	-	(10.00)
Less: Loss on sale of assets held for sale	-	(237.11)
Total assets classified as held for sale	-	1,891.99

During the previous year, the company has sold/agreed to sale certain immovable properties resulting in the loss.

(All amounts in ₹ lacs, unless stated otherwise)

17. Equity share capital

Particulars	As at 31 March 2024	As at 31 March 2023
a) Authorised share capital		
20,050,000 (31 March 2023: 20,050,000) equity shares of ₹ 10 each	2,005.00	2,005.00
	2,005.00	2,005.00
b) Issued, subscribed and fully paid-up share capital		
18,677,749 (31 March 2023: 18,677,749) equity shares of ₹ 10 each fully paid-up	1,867.77	1,867.77
Total issued, subscribed and fully paid-up share capital	1,867.77	1,867.77

c) Terms and rights attached to equity shares

The Company has issued one class of equity shares having at par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company. In the event of liquidation of the Company, holder of equity shares will be entitle to receive remaining assets of the Company after distribution of all preferential amount. The distribution will be in proportion to the number of shares held by shareholder. There is no restriction on distribution of dividend. However, distribution of dividend is subject to the approval of the shareholders in the Annual General Meeting.

d) Reconciliation of equity shares outstanding at the beginning and at the end of year:

	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount ₹ in lacs	Number of shares	Amount ₹ in lacs
Balance at the beginning of the year	18,677,749	1,867.77	18,677,749	1,867.77
Addition/(deletion) during the year	-	-	-	-
At the end of the year	18,677,749	1,867.77	18,677,749	1,867.77

e) Details of equity shareholders holding more than 5% shares in the Company*

	As at 31 March 2024		As at 31 March 2023	
	Number of shares	% Holding	Number of shares	% Holding
Mr. Hemant Bharat Ram	9,359,149	50.11%	9,359,149	50.11%

*As per the records of the Company, including its register of shareholder/members and other declarations, if any, received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

f) Details of promoters shareholders holding in the Company

	As at 31 March 2024		As at 31 March 2023		As at 31 March 2024 % Change during the year	As at 31 March 2023 % Change during the year
	Number of shares	% Holding	Number of shares	% Holding		
Mr. Hemant Bharat Ram	9,359,149	50.11%	9,359,149	50.11%	0.00%	0.03%
Mr. Sumant Bharat Ram	6	0.00%	6	0.00%	0.00%	0.00%
Mr. Rahil Bharat Ram	2	0.00%	2	0.00%	0.00%	0.00%
Mr. Yuv Bharat Ram	10	0.00%	10	0.00%	0.00%	0.00%

(All amounts in ₹ lacs, unless stated otherwise)

(g) Details of shares issued for consideration other than cash :

Issued, subscribed and fully paid up shares includes 1,86,77,749 equity shares issued during the financial year ended 2019-20, pursuant to the Scheme of Arrangement between DCM Limited and DCM Nouvelle Limited, for the demerger of the Textile Division of DCM Limited, on a going concern basis with effect from 1 April 2019 (i.e. the appointed date) to the shareholders holding shares of DCM Limited without any consideration being received in cash. Apart from this, the Company has not issued any bonus shares, shares for consideration other than cash or bought back shares during any year since its inception.

18. Other equity

Particulars	As at 31 March 2024	As at 31 March 2023
Securities premium		
Balance as at the beginning of year	5,518.63	5,518.63
Balance as at the end of year	5,518.63	5,518.63
Retained earnings		
Balance at the beginning of the year	24,719.92	23,279.30
Add: transferred from statement of profit and loss	93.00	1,427.04
Add: other comprehensive income	(7.02)	13.58
Balance at the end of the year	24,805.90	24,719.92
Total	30,324.53	30,238.55

Nature and purpose of other equity:

Securities Premium

Securities premium is used to record premium on issue of shares. This amount is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

Retained earnings of the Company are kept aside out of the Company's profits to meet future (known or unknown) obligations.

19. Non-current financial liabilities-borrowings

Particulars	As at 31 March 2024	As at 31 March 2023
Secured loans from banks		
Term loan	9,756.15	10,552.06
Total non-current borrowings	9,756.15	10,552.06
Less: current maturities of non-current borrowings (refer note 22)	1,504.09	798.69
	8,252.06	9,753.37

Details of security, terms of repayment and interest rate on the borrowings is provided below:

- (a) Term loan aggregating to ₹ 82.10 lacs (31 March 2023: ₹ 123.35 lacs) is secured by first charge created on all property, plant and equipments, alongwith the second charge created for availing cash credit, packing credit and Bill discounting facilities described in note 22, on entire current assets both existing as well as future and an equitable mortgage by deposit of title deed of Hisar land admeasuring 267.63 acres and all the immovable assets including building, both present and future. The same is repayable in equated quarterly installment. The loan carries an interest rate ranging between 7.65%-8.60% per annum (31 March 2023: 7.60%-7.95% per annum). Also, refer note 47 for details of assets pledged as security.
- (b) Term loan aggregating to ₹ 379.49 lacs (31 March 2023: ₹ 509.33 lacs) is secured by first charge created on all property, plant and equipments, alongwith the second charge created for availing cash credit, packing credit and Bill discounting facilities described in note 22, on entire current assets both existing as well as future and an

(All amounts in ₹ lacs, unless stated otherwise)

equitable mortgage by deposit of title deed of Hisar land admeasuring 267.63 acres and all the immovable assets including building, both present and future. The same is repayable in equated quarterly installment. The loan carries an interest rate of 9.05% per annum (31 March 2023: 7.90%-9.05% per annum). Also, refer note 47 for details of assets pledged as security.

- (c) Term loan aggregating to ₹ 9,262.63 lacs (31 March 2023: ₹ 9,871.16 lacs) is secured by first charge created on all property, plant and equipments, alongwith the second charge created for availing cash credit, packing credit and Bill discounting facilities described in note 22, on entire current assets both existing as well as future and an equitable mortgage by deposit of title deed of Hisar land admeasuring 267.63 acres and all the immovable assets including building, both present and future. The same is repayable in equated quarterly installment. The loan carries an interest rate of 8.00%-8.90% per annum (31 March 2023: 8%-8.50% per annum). Also, refer note 47 for details of assets pledged as security.
- (d) Vehicle loans aggregating to ₹ 31.93 lacs (31 March 2023: ₹ 48.22 lacs) relate to vehicles purchased under financing arrangements with banks/finance institutions and are secured by way of hypothecation of the specified assets. Repayable in equated monthly installments. The loans carry an interest rate ranging between 8.60%-10.05% per annum. (31 March 2023: 8.30%-10.05% per annum)
- (e) There is no continuing default as on the balance sheet date in repayment of loans and interest thereon.
- (f) The Company is required to comply with certain debt covenants for HDFC bank, as mentioned in the loan agreement. During the current financial year, there have breaches in certain financial covenants however the borrowing from HDFC bank is of short term in nature which is already classified as current liability. Also, the Company has been able to fulfil its obligation in respect to payment of loan EMIs on due dates, and there is no overdue balance as on reporting date. There have been no defaults in payment of borrowings by the Company during the year.

20. Other non-current financial liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Security deposits	14.20	13.80
	14.20	13.80

21. Non-current provisions

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for gratuity (refer note 43)	439.07	405.18
	439.07	405.18

22. Current financial liabilities-borrowings

Particulars	As at 31 March 2024	As at 31 March 2023
Secured loans		
Loans repayable on demand from banks	27,335.68	15,854.78
Current maturities of long-term borrowings (refer note 19)	1,504.09	798.69
Total	28,839.77	16,653.47

Cash credit, Cash credit pledge, packing credit and bill discounting facilities aggregating to ₹ 27,335.68 lacs (31 March 2023: ₹ 15,854.78 lacs) carries interest rate ranging from 8% - 9.90% p.a. for Cash Credit/Pledge facilities, SOFR + 1.00%-1.85% p.a. for Packing Credit in Foreign Currency (PCFC)/Bill Discounting (EBR) Facilities and 7.40%-8.90% p.a. for Packing Credit/Bill Discounting in INR facilities. These are secured by first charge created on entire current assets along with the second charge created on entire fixed assets, both present and future. Also secured by an equitable mortgage of land admeasuring 267.63 acres and all immovable assets including building, situated at Hisar

(All amounts in ₹ lacs, unless stated otherwise)

and hypothecation of existing as well as future block of movable assets ranking pari-passu with the charge created for availing term loans as described in note 19. Also, refer note 47 for details of assets pledged as security.

The quarterly returns or statements of current assets filed by the Company with the banks or financial institutions are in agreement with the books of accounts, refer below:

Name of the Bank	Working capital limit sanctioned (in lacs)	Nature of current assets offered as security	Quarter	Amount disclosed as per return (A) (₹ in lacs)	Amount as per books of accounts (B) (₹ in lacs)	Difference (B-A)
PNB Bank	24,200	Entire current assets	Quarter 1	11,984.31	11,984.31	-
			Quarter 2	8,431.77	8,431.77	-
			Quarter 3	6,375.22	6,375.22	-
			Quarter 4	6,625.47	6,625.47	-

23. Trade payables

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables:		
Total outstanding dues of micro enterprises and small enterprises[MSME] (refer note below)	1,176.83	230.08
Total outstanding dues of creditors other than micro enterprises and small enterprises [MSME]	1,199.32	1,626.92
Total	2,376.15	1,857.00

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
MSME	1052.92	123.91	-	-	-	-	1176.83
Othes	1162.63	33.65	-	2.91	0.13	-	1199.32
Total	2215.55	157.56	0.00	2.91	0.13	0.00	2376.15

Ageing for trade payables outstanding as at March 31, 2023 is as follows

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
MSME	77.05	153.03	-	-	-	-	230.08
Othes	294.79	1329.48	0.66	1.75	0.18	0.06	1626.92
Total	371.84	1482.51	0.66	1.75	0.18	0.06	1857.00

Information, as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 for the year ended 31 March 2024 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	As at 31 March 2024	As at 31 March 2023
(a) The principal amount remaining unpaid to any supplier at the end of the year (including creditor for capital goods);	1,190.71	315.56
(b) Interest due remaining unpaid to any supplier at the end of the year;	-	1.79
(c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year;	-	-
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	1.79
(f) 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 MSMED Act, 2006	-	1.79

24. Other current financial liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Employee dues payables	871.16	805.04
Creditors for capital goods	-	-
Payable to micro enterprises and small enterprises*	13.88	87.27
Payable to other than micro enterprises and small enterprises	34.70	169.12
Security deposits received	0.59	0.54
Total	920.33	1,061.97

* Refer note 23

25. Other current liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Statutory dues payables	120.33	182.83
Other Liabilities#	119.07	30.00
Total	239.40	212.83

Other Liability includes liability towards corporate social responsibility of ₹ 119.07 Lacs (31 March 2023 ₹ Nil).

26. Contract liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Revenue received in advance	343.22	154.65
Total	343.22	154.65

The company is expected to recognise revenue within one year.

(All amounts in ₹ lacs, unless stated otherwise)

27. Current provisions

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Provision for gratuity (refer note 43)	275.17	260.64
Provision for compensated absences (refer note 43)	265.89	253.68
Provision against TUF Scheme (refer note 38)	282.28	282.28
Provision against electricity duty on open access power (refer note 42)	396.46	396.45
	1,219.80	1,193.05

28. Revenue from operations

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Sale of product (Cotton yarn)		
Domestic sales	47,120.30	49,078.75
Export sales	48,099.41	28,026.98
	95,219.71	77,105.73
Other operating revenues		
Process waste sale	10,042.22	7,882.02
Duty drawback and other export incentives	2,716.58	1,377.43
Other scrap sales	109.15	75.63
	12,867.95	9,335.08
Revenue from operations	108,087.66	86,440.81

Disclosures on revenue pursuant to Ind AS 115 - Revenue from contracts with customers

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Contract Balances		
Receivables- trade receivables (refer note 10)	11,457.90	5,901.15
Contract liabilities- advances from customers (refer note 26)	343.22	154.65

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance.

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(b) Reconciliation of revenue from sale of products with the contracted price		
Contracted price	95,645.77	77,497.24
Reduction towards variable consideration components*	(426.06)	(391.51)
Sale of products	95,219.71	77,105.73

*The adjustments are made to the contract price comprises of cash discounts and credit.

(All amounts in ₹ lacs, unless stated otherwise)

(c) Disaggregation of revenue

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography.

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue by geography		
Domestic	47,120.30	49,078.75
Export	48,099.41	28,026.98
Total	95,219.71	77,105.73

(d) Significant changes in contract assets and liabilities

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening balance	154.65	51.67
Add: addition during the year	343.22	154.65
Less: revenue recognised during the year from opening liability	154.65	51.67
Closing balance	343.22	154.65

29. Other income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on financial assets at amortised cost		
- Other interest income	206.41	73.00
Net gain on foreign currency transactions	511.31	321.96
Profit on sale of property, plant and equipment (net)	5.84	9.02
Miscellaneous balances written back	10.82	127.76
Miscellaneous income	71.21	60.21
Total	805.59	591.95

30. Cost of raw materials consumed

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the beginning of the year	13,406.40	14,410.23
Add: purchases during the year	88,807.44	69,624.14
	102,213.84	84,034.37
Less: Inventories at the end of the year	19,006.44	13,406.40
Cost of raw materials consumed	83,207.40	70,627.97

(All amounts in ₹ lacs, unless stated otherwise)

31. Changes in inventories of finished goods and work-in-progress

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the end of the year:		
Finished goods- cotton yarn	4,531.59	7,025.77
Work in progress	1,248.53	1,388.97
Scrap	1,235.66	861.74
Total	7,015.78	9,276.48
Inventories at the beginning of the year:		
Finished goods- cotton yarn	7,025.77	5,769.93
Work in progress	1,388.98	1,137.47
Scrap	861.74	520.87
Total	9,276.49	7,428.27
(Increase)/decrease in inventory	2,260.71	(1,848.21)

32. Employee benefits expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries and wages	5,240.51	4,500.91
Contribution to provident and other funds	399.38	348.48
Gratuity expense (refer note 43)	120.33	116.54
Staff welfare expenses	129.65	113.58
Total	5,889.87	5,079.51

33. Finance costs

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expenses	1,856.86	425.16
Other borrowing costs*	653.92	191.16
Total	2,510.78	616.32

*primarily includes processing fee and interest expense on bill discounting of export documents.

34. Depreciation expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on property, plant and equipment	2,274.97	998.81
Total	2,274.97	998.81

(All amounts in ₹ lacs, unless stated otherwise)

35. Other expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Consumption of stores and spare parts	2,087.74	1,540.89
Power, fuel and water	6,905.89	4,462.59
Rent	22.92	8.69
Repairs and maintenance		
- Building	66.23	84.62
- Plant and machinery	124.81	70.27
- Others	16.52	28.70
Freight and forwarding	1,801.09	1,751.62
Insurance	112.56	97.60
Rates and taxes	24.84	25.28
Directors' sitting fees (refer note 44)	25.00	24.50
Legal and professional	174.63	235.67
Payment to Auditor (refer note (i) below)	28.12	25.64
Travelling and conveyance	115.21	126.53
Commission to selling agents	549.18	295.86
Security expenses	107.59	113.68
Corporate social responsibility expenses (refer note 45)	151.72	138.15
Provision against TUF subsidy (refer note 38)	1.86	1.86
Allowance for doubtful advances	73.13	-
Miscellaneous expenses	161.46	148.08
Total	12,550.50	9,180.23
(i) Payment to Auditor		
Statutory audit fee	13.50	11.00
Tax audit fee	1.00	1.00
Other services	11.50	11.50
Re-imbursment of expenses	2.12	2.14
Total	28.12	25.64

36. Exceptional items

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Loss on sale of immovable properties*	-	294.08
Total	-	294.08

*During the previous year, the company has sold/agreed to sale certain immovable properties resulting in the loss

(All amounts in ₹ lacs, unless stated otherwise)

37. Income tax expense

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

Statement of Profit and loss:**(a) Profit and loss**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current tax		
Current income tax charge	-	72.24
Tax relating to earlier years	30.46	9.30
	30.46	81.54
Deferred tax:		
In respect of current year	75.56	575.47
Income tax expense reported in the statement of profit and loss	106.02	657.01

(b) Other comprehensive income (OCI)**Deferred tax related to items recognised in OCI during the year**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Items that will not be reclassified to profit or loss		
Re-measurement (loss)/gain of defined benefit obligations	(9.38)	18.15
Income tax relating to remeasurement of defined benefit obligations	(2.36)	4.57
Net other comprehensive income not to be reclassified subsequently to profit or loss, net of income tax	(7.02)	13.58

(c) Reconciliation of effective tax rate

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before income-tax expense	199.02	2,084.05
Amount of tax at statutory income tax rate @ 25.17% (31 March 2023: 25.17%)	50.10	524.52
Non deductible expenses for tax purposes:		
Impact of non deductible expenses	36.71	109.31
Others	19.21	23.18
At the effective income tax rate	106.02	657.01
Income tax expenses reported in the statement of profit and loss	106.02	657.01

(All amounts in ₹ lacs, unless stated otherwise)

38. Government grants

Particulars	31 March 2024	31 March 2023
Balance at the beginning of the year	291.18	1,108.94
Government grant received during the year	2,461.89	2,151.32
Released to the Statement of Profit and Loss	2,716.58	1,377.43
Impairment allowance*	(45.74)	(43.87)
Closing balance	500.13	291.18
Current portion	500.13	291.18

Nature of Government grants (refer note 14)

Particulars	As at 31 March 2024	As at 31 March 2023
TUF scheme	119.85	121.72
Export incentives (RoDTEP/duty drawback)	380.28	169.46
Total	500.13	291.18

* The Company has been accruing interest subsidy on the term loan taken for installation of plant and machinery, eligible under Technology Upgradation Fund ("TUF") schemes issued by the Ministry of Textiles. During the financial year 2019-20, inspection had been carried out by authorities and shared its draft observations with the Company, in respect of the certain interpretations made in the earlier years for computation of TUF subsidy. Basis such discussions with the authorities and draft observations received, the management had recorded a provision of ₹ 282.28 lacs including interest during the financial year 2019-20 in respect of the amounts which had already been received in the prior years by the Company and have, also, recognised total accumulated impairment allowance of ₹ 45.74 lacs (upto 31 March 2023: ₹ 43.87 lacs) against liabilities payable to the authorities in respect of TUF subsidy in the current year. This has led to recognition of expense of ₹ 1.86 lacs (31 March 2023: ₹ 1.86 lacs) in the Statement of Profit and Loss. The Company has filed writ petition in 2020 before High Court of Delhi challenging the recovery of the interest subsidy. The respondents have filed reply and hearing is underway. The next date of hearing is 26.07.2024. The Company, as an interim measure has deposited ₹ 190.82 lacs with the Registrar General of High Court of Delhi.

39. Earnings per share (EPS)

Basic earnings per share are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted earnings per share are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares. The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit attributable to equity holders	93.00	1,427.04
Weighted average number of equity shares for basic and diluted earning per share	18,677,749	18,677,749
Basic and diluted earnings per share (Face value per equity share ₹ 10 each) (in ₹)	0.50	7.64

(All amounts in ₹ lacs, unless stated otherwise)

40. Segment Information

Description of segments and principal activities

The Company is primarily engaged in the business of manufacturing and sale of cotton yarn.

Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision Maker "CODM" of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments. The Company has monthly review and forecasting procedure in place and CODM reviews the operations of the Company as a whole, hence there are no reportable segments as per Ind AS 108 "Operating Segments". The measurement principles of segments are consistent with those used in significant accounting policies.

A. Disaggregated revenue information

i) Revenue from external customers

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
India (a)	59,988.25	58,413.83
Outside India		
Bangladesh	21,568.65	9,246.36
China	13,159.98	3,431.80
Egypt	2,470.02	3,974.03
Other countries	10,900.76	11,374.79
Outside India (b)	48,099.41	28,026.98
Total (a+b)	108,087.66	86,440.81

During the year ended 31 March 2024 and 31 March 2023, there is no single customer who contributes 10% or more to the Company's revenue.

ii) Segment Assets

Total of non-current assets other than financial instruments and Income tax assets broken down by location of the assets, is shown below:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
India	26,672.99	28,526.63
Outside India	-	-
Total	26,672.99	28,526.63

41. Contingent liabilities and commitments

A. Contingent liabilities in respect of:

Particulars	As at 31 March 2024	As at 31 March 2023
Claim against the Company not acknowledged as debts		
- Claim by employees	20.45	20.45
- Demand raised by ESIC Department	0.79	0.79

All the above matters are subject to legal proceedings in the ordinary course of business. The Company, based on discussions with the solicitors believes that it has a good chance of success in above-mentioned cases and hence, no provision is considered necessary.

(All amounts in ₹ lacs, unless stated otherwise)

B. Commitments

Particulars	As at 31 March 2024	As at 31 March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	21.12

42. Provision against electricity duty on open access power

The Company has filed writ petition in 2014 before Punjab And Haryana High Court challenging the charge of electricity duty on the power purchased through inter-state short term open access. Dakshin Haryana Bijli Vitran Nigam (DHBVN) issued a sales circular no. 7/2010 clarifying the levy of electricity duty @ ₹ 0.10/KWH chargeable to the short term open access consumers on the power contracted and drawn. This has been challenged by the Company in front of "High Court of Punjab and Haryana" at Chandigarh and order is pending. Further, on a prudent basis, the Company is carrying provision of ₹ 396.46 lacs (31 March 2023: ₹ 396.45 lacs) (refer note 27) in the financial statements equivalent to the amount under dispute.

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	396.45	396.33
Addition during the year	0.01	0.12
Balance at the end of the year	396.46	396.45

43. Employee benefits

A. Defined contribution plans

The Company deposits an amount determined at a fixed percentage of basic pay every month to the provident fund and employee state insurance (ESI) for the benefit of the employees.

Amount recognised in the statement of profit and loss is as follows (refer note 32):

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Contribution to provident fund	263.03	236.64
Contribution to superannuation fund	40.50	35.54
Contribution to Employee's state insurance	95.85	76.30
Total	399.38	348.48

B. Defined benefit plans

In accordance with the Payment of Gratuity Act, 1972, the Company has a defined benefit gratuity plan. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. Gratuity liability is accrued based on actuarial valuation at the balance sheet date carried out by an independent actuary.

(All amounts in ₹ lacs, unless stated otherwise)

The reconciliation of opening and closing balances of the present value of the defined benefit obligations are as below:

i) **Reconciliation of present value of defined benefit obligation**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Obligations at the beginning of year	665.82	733.81
Current service cost	71.33	61.80
Interest cost	49.01	52.69
Amount recognised in statement of profit and loss	120.34	114.49
Remeasurements		
Actuarial loss/(gain) recognised in other comprehensive income	9.38	(18.15)
Benefits paid	(81.30)	(164.33)
Obligation at the end of year	714.24	665.82
Non-current	439.07	405.18
Current	275.17	260.64

ii) **Liabilities recognised in the balance sheet**

Particulars	As at 31 March 2024	As at 31 March 2023
Defined benefit liability- Gratuity	714.24	665.82
Non current	439.07	405.18
Current	275.17	260.64
Total	714.24	665.82

iii) **Defined benefit obligations cost for the year :**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	71.33	61.80
Interest cost	49.01	52.69
Actuarial loss/(gain) recognised in other comprehensive income	9.38	(18.15)
Net cost	129.72	96.34

(All amounts in ₹ lacs, unless stated otherwise)

iv) **Actuarial assumptions :**

The Principal assumptions used at the reporting date (expressed as weighted averages):

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Financial assumptions		
Discount rate per annum	7.23%	7.36%
Future salary growth rate	5.00%	5.00%
Demographic assumptions		
Retirement age (years)	58 years	58 years
Mortality rates inclusive of provision for disability	"IALM (2012-14) ultimate"	"IALM (2012-14) ultimate"
Attrition rate		
Upto 30 years	5.84%	5.84%
31 to 44 years	2.19%	2.19%
Above 44 years	0.73%	0.73%

Note: As at 31 March 2024, the weighted average duration of the defined benefit obligation was 16.23 years (31 March 2023: 16.36 years)

v) **Bifurcation of actuarial gain/loss on obligation**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial (gain)/loss on arising from change in financial assumption	5.27	(7.29)
Actuarial (gain)/loss on arising from change in experience assumption	4.11	(10.86)

vi) **Expected contributions to the fund in next year :**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Gratuity	127.43	117.41

vii) **Sensitivity analysis**

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

Particulars	As at 31 March 2024		As at 31 March 2023	
	Increase in obligation	Decrease in obligation	Increase in obligation	Decrease in obligation
Discount rate per annum (0.50 %)	(20.27)	21.93	(19.76)	21.33
Future salary growth rate (0.50 %)	22.30	(20.78)	21.72	(20.29)

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

(All amounts in ₹ lacs, unless stated otherwise)

viii) Maturity profile

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date:

Particulars	31 March 2024	31 March 2023
Year 1	275.17	260.64
Year 2	19.29	21.52
Year 3	24.42	12.43
Year 4	40.26	22.23
Year 5	47.32	33.90
Year 6	20.24	50.19
Next to 6 years	287.54	264.91

ix) Description of Risk Exposures:

The gratuity scheme is a final salary Defined Benefit Plan that provides for lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The plan design means the risk commonly affecting the liabilities and the financial results are expected to be:

- Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds, if bond yield fall, the defined benefit obligation will tend to increase
- Salary inflation risk:** Higher than expected increases in salary will increase the defined benefit obligation.
- Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria.

44. Related party disclosures:

In accordance with the requirements of Ind AS 24 on Related Party Disclosures, the names of the related party where control/ability to exercise significant influence exists, along with the aggregate amount of transactions and year end balances with them as identified and certified by the management are given below:

List of related parties and nature of relationship where control exists

Key management personnel	Relationship
1. Dr. Vinay Bharat Ram	Executive Director
2. Dr. Meenakshi Nayar	Chairperson and Independent Director
3. Mr. Hemant Bharat Ram	Managing Director
4. Mr. Jitendra Tuli	Non-Executive Director
5. Mr. Kulbir Singh	Independent Director
6. Mr. Rakesh Goel	Non-Executive Director
7. Mr. Vivek Chhachhi	Independent Director
8. Mr. Vivek Kaushal	Chief Executive Officer (w.e.f. 28 May, 2024)
9. Mr. Sandeep Kumar Jain	Chief Financial Officer
10. Mr. Mohd. Sagir	Company Secretary

(All amounts in ₹ lacs, unless stated otherwise)

Subsidiary Company

DCM Nouvelle Specialty Chemicals Limited

Enterprise over which directors and KMPs having control or significant influence

The Delhi Golf Club
Candle Techserv Private Limited
H T M Educational Society
DCM Limited

Post employment benefit entity

DCM Nouvelle Limited Superannuation Trust

Transactions with related parties

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Investment in subsidiary		
DCM Nouvelle Specialty Chemicals Limited	3,084.73	2,056.95
Management consultancy services		
DCM Nouvelle Specialty Chemicals Limited	12.00	12.00
Sundry credit balance written back		
DCM Limited	-	127.69
Loan to subsidiary	2,894.00	-
DCM Nouvelle Specialty Chemicals Limited		
Interest on loan to subsidiary		
DCM Nouvelle Specialty Chemicals Limited	133.89	-
Advance receivable in cash or in kind		
Mr. Mohd. Sagir	5.00	3.00
Advance received in cash or in kind		
DCM Nouvelle Specialty Chemicals Limited	-	148.06
Professional fee		
Candle Techserv Private Limited	6.50	15.60
Contribution to post Employment Benefits		
DCM Nouvelle Limited Superannuation Trust	40.50	34.96
CSR Expenses		
The Delhi Golf Club	-	61.00
H T M Educational Society	44.65	26.41

(All amounts in ₹ lacs, unless stated otherwise)

Transactions with key management personnel

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Remuneration paid to key managerial personnel		
Salary, allowance and contribution to provident fund	515.19	747.11
Director sitting fees	25.00	24.50
Post-employment defined benefit plan	245.78	347.52
Other long term defined benefit plan	42.19	60.89
Total compensation paid/payable to key management personnel	828.16	1,180.02

Year end balances

Particulars	As at 31 March 2024	As at 31 March 2023
Receivable		
DCM Nouvelle Specialty Chemicals Limited	23.57	4.32
Mr. Mohd. Sagir	3.80	1.35
Payables		
Candle Techserv Private Limited	-	1.17
DCM Nouvelle Limited Superannuation Trust	2.71	3.28
Director sitting fee payable	5.00	4.50
Salary payable	25.65	15.16
Investment in subsidiary		
DCM Nouvelle Specialty Chemicals Limited	5,149.28	2064.55
Loan to subsidiary		
DCM Nouvelle Specialty Chemicals Limited *	2,894.00	-

* The above loans given to related party have been given for business purposes. Further the above loan is re-payable as per pre-determined repayment schedule.

Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and on arm's length basis.

45. Corporate Social Responsibility (CSR)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) Gross amount required to be spent by the Company during the year	151.72	141.58
Excess of previous year carried forward as per sec 135 of Companies Act 2013	0.79	4.22
Balance amount required to be spent during the year	150.93	137.36
(ii) Amount spent during the year:		
Promotion of education	47.65	123.15
(iii) Unspent amount required to be deposited in a designated bank account, in terms of section 135(6) of the Companies Act, 2013	103.28	15.00
(iv) The Company has contributed CSR to HTM Educational Society, a related party covered under Ind AS 24, Related party disclosures.	47.65	123.15

(All amounts in ₹ lacs, unless stated otherwise)

(v) The Company has two ongoing projects specified below:-

- To set up Artificial Intelligence Lab (AI) through implementing agency IIT, Delhi.
- Renovation of auditorium and road approaching to HTM school and allied work.

Projects	Opening Balance in separate CSR Account	Amount required to be spent during the year	Amount spent during the year	Closing balance in separate CSR Account
i) Set up Artificial Intelligence Lab	15.00	-	-	15.00
ii) Renovation of Auditorium and Road for HTM school	-	103.28	-	103.28

46. Fair value measurement of financial instruments**a. Financial instruments – by category and fair values hierarchy**

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy.

i. As on 31 March 2024

Particulars	Carrying value				Total	Fair value measurement using		
	FVTPL	FVOCI	At Cost	Amortised cost		Level 1	Level 2	Level 3
Financial assets								
Non-current								
Investments	-	-	5,149.28	-	5,149.28	-	-	-
Loans *	-	-	2,894.00	-	2,894.00	-	-	-
Current								
Trade receivables *	-	-	-	11,457.90	11,457.90	-	-	-
Cash and cash equivalents *	-	-	-	73.46	73.46	-	-	-
Bank balances other than Cash and cash equivalents*	-	-	-	0.10	0.10	-	-	-
Loans *	-	-	-	40.62	40.62	-	-	-
Other financial assets *	-	-	-	532.35	532.35	-	-	-
Total	-	-	8,043.28	12,104.43	20,147.71	-	-	-
Financial liabilities								
Non-current								
Borrowings #	-	-	-	8,252.06	8,252.06	-	-	-
Other financial liabilities *	-	-	-	14.20	14.20	-	-	-
Current								
Borrowings #	-	-	-	28,839.77	28,839.77	-	-	-
Trade payables *	-	-	-	2,376.15	2,376.15	-	-	-
Other current financial liabilities*	-	-	-	920.33	920.33	-	-	-
Total	-	-	-	40,402.51	40,402.51	-	-	-
Assets for which fair value are disclosed								
Investment Property	-	-	-	-	-	-	-	-

(All amounts in ₹ lacs, unless stated otherwise)

ii. As on 31 March 2023

Particulars	Carrying value				Fair value measurement using			
	FVTPL	FVOCI	At Cost	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets								
Non-current								
Investments	-	-	2,064.55	-	2,064.55	-	-	-
Loans *	-	-	-	-	-	-	-	-
Current								
Trade receivables *	-	-	-	5,901.15	5,901.15	-	-	-
Cash and cash equivalents	-	-	-	90.61	90.61	-	-	-
Loans *	-	-	-	48.33	48.33	-	-	-
Other financial assets *	-	-	-	330.89	330.89	-	-	-
Total	-	-	2,064.55	6,370.98	8,435.53	-	-	-
Financial liabilities								
Non-current								
Borrowings #	-	-	-	9,753.37	9,753.37	-	-	-
Other financial liabilities *	-	-	-	13.80	13.80	-	-	-
Current								
Borrowings #	-	-	-	16,653.47	16,653.47	-	-	-
Trade payables *	-	-	-	1,857.00	1,857.00	-	-	-
Other current financial liabilities *	-	-	-	1,061.97	1,061.97	-	-	-
Total	-	-	-	29,339.61	29,339.61	-	-	-
Assets for which fair value are disclosed								
Investment Property	-	-	-	-	-	-	-	-

* The carrying amounts of trade receivables, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, loans and other financial assets and liabilities, approximates the fair values, due to their short-term nature. The carrying value of loans and other non-current financial assets and other non-current financial liabilities approximates the fair values as on the reporting date.

The Company's borrowings have been contracted at floating rates of interest. Accordingly, the carrying value of such borrowings (including interest accrued but not due) approximates fair value.

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the asset or liability.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

There have been no transfers between Level 1, Level 2 and Level 3 for the years ended 31 March 2024 and 31 March 2023.

(All amounts in ₹ lacs, unless stated otherwise)

b. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk; and
- Market risk

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors have authorised senior management to establish the processes, who ensures that executive management controls risks through the mechanism of properly defined framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities.

(i) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables (net of allowances for expected credit loss)	11,457.90	5,901.15
Cash and cash equivalents	73.46	90.61
Balances other than cash and cash equivalents	0.10	-
Loans	40.62	48.33
Other financial assets	8,575.63	2,395.44

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

The maximum exposure to the credit risk at the reporting date is primarily from domestic trade receivables as export receivables are secured through letter of credit and are derived from revenue earned from customers primarily located to China and Bangladesh. Domestic trade receivables are generally unsecured and are derived from revenue earned from customers primarily located in India. The Company continuously monitors the economic environment in which it operates. The Company manages its Credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

Majority of trade receivables are from customers, which are fragmented and are not concentrated to individual customers. Trade receivables are generally realised within the credit period.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience (including of the period prior to acquisition of the related business) and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and are not expected to be recoverable. Ageing matrix is disclosed below:

(All amounts in ₹ lacs, unless stated otherwise)

The Company's exposure to credit risk and loss allowance for trade receivables are as follows:

Particulars	Gross carrying amount as at 31 March 2024	Expected loss rate	Expected Credit Loss	Carrying amount of trade receivables (net of impairment) as at 31 March 2024	Gross carrying amount as at 31 March 2023	Expected loss rate	Expected Credit Loss	Carrying amount of trade receivables (net of impairment) as at 31 March 2023
0-30 days due	4,979.84	0%	-	4,979.84	2,607.38	0%	-	2,607.38
31-90 days past due	4,900.29	0%	-	4,900.29	3,009.11	0%	-	3,009.11
91 to 180 days past due	1,467.66	0%	-	1,467.66	282.54	0%	-	282.54
More than 180 days past due	186.59	0%	-	186.59	2.12	0%	-	2.12
More than 365 days past due	103.36	100%	103.36	-	106.71	100%	106.71	-
Total	11,637.74		103.36	11,534.38	6,007.86		106.71	5,901.15

The credit risk for cash and cash equivalents, balances other than cash and cash equivalents, loans and Other financial assets is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

Movement in the allowance for impairment in respect of trade receivables*:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Balance at the beginning of the year	106.71	106.71
Add: impairment loss recognised	74.13	-
Less: loss allowance reversed	1.00	-
Balance at the end of the year	179.84	106.71

*refer note 10 for the ageing analysis of impairment recognised in respect of trade receivables.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company believes that its liquidity position, anticipated future internally generated funds from operations, and its fully available, revolving undrawn credit facility will enable it to meet its future known obligations in the ordinary course of business. However, if a liquidity needs were to arise, the Company believes it would be able to approach and materialise new financing arrangements, which should enable it to meet its ongoing capital, operating, and other liquidity requirements. The Company will continue to consider various borrowing or leasing options to maximise liquidity and supplement cash requirements as necessary.

The Company's liquidity management process as monitored by management, includes the following:

- Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.
- Maintaining diversified credit lines.

(All amounts in ₹ lacs, unless stated otherwise)

I. Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting year:

Particulars	As at 31 March 2024	As at 31 March 2023
From banks	4,903.77	13,371.92

II. Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the 31 March 2024. The amounts are gross and undiscounted:

Particulars	Carrying amount	Contractual cash flows			Total
		Less than one year	Between one year and five years	More than 5 years	
Non-current liabilities					
Borrowings*	37,091.83	31,139.09	8,282.55	1,799.20	41,220.84
Other financial liabilities*	934.53	921.58	16.70	-	938.28
Trade payables	2,376.15	2,376.15	-	-	2,376.15
Total	40,402.51	34,436.82	8,299.25	1,799.20	44,535.27

The following are the remaining contractual maturities of financial liabilities at the 31 March 2023. The amounts are gross and undiscounted:

Particulars	Carrying amount	Contractual cash flows			Total
		Less than one year	Between one year and five years	More than 5 years	
Non-current liabilities					
Borrowings*	26,406.84	18,281.37	8,372.13	3,748.97	30,402.47
Other financial liabilities*	1,075.77	1,063.17	16.20	-	1,079.37
Trade payables	1,857.00	1,857.00	-	-	1,857.00
Total	29,339.61	21,201.54	8,388.33	3,748.97	33,338.84

*Contractual cash flow includes the interest to be incurred and paid in subsequent periods.

iii. Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities.

(All amounts in ₹ lacs, unless stated otherwise)

Exposure to currency risk

The summary of quantitative data about the Company's exposure to currency risk, as expressed in Indian Rupees, as at 31 March 2024 and 31 March 2023 are as below:

Particulars	As at	As at
	31 March 2024	31 March 2023
	Exposure in USD	Exposure in USD
Financial assets		
Trade receivables	11,019.74	5,396.00
Advance to suppliers	-	1.73
Capital Advances	-	-
Total	11,019.74	5,397.73
Financial liabilities		
Borrowings	1,991.29	1,105.72
Trade payables	194.65	87.82
Advance from customers	283.69	146.41
Total	2,469.63	1,339.95

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against below currencies at 31 March 2024 (previous year ended as on 31 March 2023) would have affected the measurement of financial instruments denominated in functional currency and affected equity and profit or loss by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	Profit or (loss) before tax		Credit or (debit) to equity (net of tax)	
	Strengthening of USD	Weakening of USD	Strengthening of USD	Weakening of USD
1% depreciation/appreciation in Indian Rupees against following foreign currencies:				
For the year ended 31 March 2024				
USD	85.50	(85.50)	63.98	(63.98)
Total	85.50	(85.50)	63.98	(63.98)
For the year ended 31 March 2023				
USD	40.58	(40.58)	30.37	(30.37)
Total	40.58	(40.58)	30.37	(30.37)

USD: United States Dollar

Foreign exchange derivative contracts

The Company uses derivative financial instruments exclusively for hedging financial risks that arise from its commercial business or financing activities. The Company's Corporate treasury team manages its foreign currency risk by hedging transactions that are expected to occur within 1 to 12 months for hedges of forecasted sales and purchases. When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions, the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency. All identified exposures are managed as per the policy duly approved by the Board of Directors.

(All amounts in ₹ lacs, unless stated otherwise)

The following table details the foreign currency derivative contracts outstanding at the end of the reporting year:

Outstanding contracts	Number of Deals		Contract value of foreign currency (USD in lacs)		Maturity upto 12 months (₹ in lacs)	
	As at 31 March 2023	As at 31 March 2023	As at 31 March 2023	As at 31 March 2023	As at 31 March 2023	As at 31 March 2023
USD/INR sell/Purchase forward	-	11	-	103.91	-	8,599.88

The following table demonstrates the Company's sensitivity to 1% increase and decrease in the ₹ against the relevant foreign currency. The sensitivity analysis includes only outstanding forward exchange contracts as tabulated above and adjusts their translation at the period end for 1% change in foreign currency rates. A positive number below indicates an increase in profit before tax or vice-versa.

Particulars	Profit or (loss) before tax		Credit or (debit) to equity (net of tax)	
	Strengthening of USD	Weakening of USD	Strengthening of USD	Weakening of USD
1% depreciation/appreciation in Indian Rupees against following foreign currencies:				
For the year ended 31 March 2024				
USD	-	-	-	-
Total	-	-	-	-
For the year ended 31 March 2023				
USD	(86.00)	86.00	(64.35)	64.35
Total	(86.00)	86.00	(64.35)	64.35

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which exposes the Company to cash flow interest rate risk.

Exposure to interest rate risk

The Company's interest rate risk arises majorly from the term loans from banks carrying floating rate of interest. These obligations expose the Company to cash flow interest rate risk. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

Variable-rate instruments	As at 31 March 2024	As at 31 March 2023
Term loans from banks	9,756.15	10,552.06
Loans repayable on demand from banks	27,335.68	15,854.78
Total	37,091.83	26,406.84

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points (bps) in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	Profit or (loss) before tax		Credit or (debit) to equity (net of tax)	
	increase	decrease	increase	decrease
Interest on term loans from banks				
For the year ended 31 March 2024	(292.03)	292.03	(218.53)	218.53
For the year ended 31 March 2023	(80.43)	80.43	(60.19)	60.19

47. Assets pledged as security

The carrying amounts of asset pledged as security for current and non-current borrowings are:

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Financial assets		
i) Trade receivables	11,457.90	5,901.15
ii) Cash and cash equivalent	73.46	90.61
iii) Bank balances other than (ii) above	0.10	-
iv) Loans	40.62	48.33
v) Other financial assets	532.35	330.89
Non-financial assets		
i) Inventories	26,156.08	22,805.65
ii) Other current assets	2,003.63	1,773.10
iii) Assets held for sale	-	1,891.99
Total current assets pledged as security	40,264.14	32,841.72
Non-current		
Non-financial assets		
i) Property, plant and equipment	24,795.09	26,484.50
Total non-current assets pledged as security	24,795.09	26,484.50
Total assets pledged as security	65,059.23	59,326.22

48. Capital management

For the purpose of the Company's capital management, capital includes issued equity share capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the management of the Company's capital structure is to maintain an efficient mix of debt and equity in order to achieve a low cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows.

The Company monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts adjusted with available cash and bank balances divided by total capital (equity attributable to owners of the Company).

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings	37,091.83	26,406.84
Less: cash and bank balances	73.56	90.61
Adjusted net debt (A)	37,018.27	26,316.23
Total equity (B)	32,192.30	32,106.32
Adjusted net debt to total equity ratio (A/B)	1.15	0.82

(All amounts in ₹ lacs, unless stated otherwise)

49. Leases

As a lessee

The Company has leases for buildings. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

Lease payments not included in measurement of lease liability

The expense relating to payments not included in the measurement of the lease liability is as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Short-term leases	22.92	8.69

50. Relationship with Struck off Companies

The Company has not entered into any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 and do not have any outstanding balance as at the year ended 31 March 2024 and 31 March 2023.

51. Ratios

Sr. No.	Ratios	Formulas for Computation	Measures	31 March 2024	31 March 2023	Variation	Remarks
(i)	Current ratio	Current assets/ current liabilities	Times	1.19	1.55	-23%	Increase in short term borrowing in the current year
(ii)	Debt-equity ratio	Total debts/net worth	Times	1.15	0.82	41%	Availment of of more working capital limit and lower profit in current year.
(iii)	Debt service coverage ratio	EBITDA/debt service	Times	1.51	6.22	-76%	Increase in short term borrowing in the current year
(iv)	Return on equity ratio	PAT/average total equity	Percentage	0.29	4.55	-94%	Lower operating profits in current year.
(v)	Inventory turnover ratio	COGS/average Inventory	Times	3.49	3.07	14%	Higher cost of Good Sold in current year
(vi)	Trade receivable turnover ratio	Revenue from operations/ average Debtors	Times	12.45	12.23	2%	
(vii)	Trade payable turnover ratio	Other expenses net off non cash expenses and CSR/ Average accounts payable	Times	45.17	53.28	-15%	Higher other expenses in current year
(viii)	Net capital turnover ratio	Revenue from operations/Average working capital (i.e total current assets less total current liabilities)	Times	11.99	6.00	100%	Higher revenue from operation and lower average working capital in the current year
(ix)	Net profit ratio	PAT/revenue from operations	Percentage	0.09	1.65	-95%	Lower operating profits in current year.
(x)	Return on capital employed	EBIT/capital employed (net worth+ lease liabilities + deferred tax liabilities)	Percentage	8.42	9.33	-10%	Higher capital employed in the current year
(xi)	Return on investments	PBT/total assets	Percentage	0.26	3.72	-93%	Lower operating profits in current year.

(All amounts in ₹ lacs, unless stated otherwise)

52. Other statutory information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the period/year.
- (iv) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (v) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vi) The Company have not 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).
- (vii) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.
- (viii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (ix) Disclosure as per section 186 of Companies Act 2013 The details of loans, guarantees and investments under section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:
 - (i) Details of investments made are given in note 4.
 - (ii) Details of loan given by the company and guarantees issued as at March 31, 2024 and March 31, 2023 refer note 5 and note 44.
- (x) The Company has not granted any loans or advances in nature of loan, either repayable on demand or without specifying any terms or period of repayment, to promoters, directors, KMPs and the related parties.

53. Audit Trail

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall only use such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The new requirement is applicable with effect from the financial year beginning on 1 April 2023.

The Company uses Oracle as the primary accounting software. During the current financial year, the audit trail (edit log) feature for any direct changes made at the database level was not enabled for the accounting software Oracle used for maintenance of all the accounting records by the Company.

(All amounts in ₹ lacs, unless stated otherwise)

54. Subsequent Event

Subsequent the year end, on 13 May 2024, fire occurred at one of our cotton warehouses at Hisar plant resulting in the damage to the inventory. The financial statements for the year ended 31 March 2024 do not reflect the impact of this event as it occurred after the reporting period. The Company is in process of assessing the complete extent of the damage and the associated monetary impact. Management has insurance coverage against such loss though the exact amount of the recovery is currently undetermined.

The impact of the fire in operations is not expected to have any material bearing on the production facility of the company, and the operations at the plant are not affected. Management has started steps to ensure business continuity and is working closely with insurance providers to process claims.

55. Income Tax Litigation

The company has received a notice u/s 148 of Income Tax Act, 1961 for re-assessment of income for the A.Y 2019-20 related to DCM Limited (Merged Entity), on ground of bogus purchase transactions of ₹ 2,590 Lacs. The company has filed the reply in response to the notice received u/s 148 on 19 April 2023.

On 23 March 2024, a show cause notice issued to the company as to why bogus purchase amounting to ₹ 2,590 lacs with M/S shree banke Bihari oil mills during F.Y under consideration should not be treated as unexplained expenditure and added back to total income. Company replied on the show cause notice denying all the claims made by the income tax officer on 25 March 2024.

However, A.O is not satisfied with the reply received from the company and passed order against the company and made an addition to the total income of ₹ 2,590 lacs. Also the amount of demand is not ascertainable and penalty proceedings will be initiated separately. Company has filed an appeal to commissioner(Appeals) against the order passed u/s 147, and the hearing of the appeal is awaited.

56. Previous year's figures have been regrouped or reclassified wherever necessary to correspond with the current year classification/ disclosure, which are not considered material to these standalone financial statements.

As per our report of even date attached For Walker Chandiok & Co LLP

Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner
Membership No. : 504774

Place: New Delhi
Date: 28 May 2024

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Hemant Bharat Ram

Managing Director
DIN : 00150933

Vivek Kaushal

Chief Executive Officer

Place: New Delhi
Date: 28 May 2024

Dr. Meenakshi Nayar

Chairperson and Director
DIN : 06866256

Sandeep Kumar Jain

Chief Financial Officer
M. No. : 078691

Mohd Sagir

Company Secretary
M. No. : F11061

Consolidated Independent Auditor's Report

for the year ended 31 March 2024

To the Members of
DCM Nouvelle Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

- We have audited the accompanying consolidated financial statements of DCM Nouvelle Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a material accounting policy information and other explanatory information.
- In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, its associates and joint ventures, as at 31 March 2024, and their consolidated loss (including other comprehensive income), consolidated cash flows
- We have determined the matters described below to be

and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

- We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

- Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiary, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter

Determination of cost of inventory involves allocation of various production and administration overheads incurred to bring the inventory to its present location and condition, which involves management judgement and estimation.

Determination of cost of inventory involves allocation of various production and administration overheads incurred to bring the inventory to its present location and condition, which involves management judgement and estimation.

Amongst the other overheads, fixed production overheads are allocated to the costs of conversion based on the normal capacity of the production facilities in accordance with the principles of Ind AS -2, Inventories.

The management's judgements and assumptions are dependent upon the internal classification and groupings of the classes of inventory for valuation purpose, which can be difficult to analyse and be influenced by other economic factors including but not limited to uncertainty surrounding industry's trends.

Further, at the end of each reporting period, the management of the Company also assesses whether there is any objective evidence that net realisable value of any item of inventory is below the carrying value. If so, such inventories are written down to their net realisable value in accordance with Ind AS 2, Inventories.

Considering the aforesaid complexities involved in significant management judgements and estimates required with respect to valuation of inventory, this matter has been determined to be a key audit matter for the current year audit.

How our audit addressed the key audit matter

- Discussed with management the rationale supporting assumptions and estimates used in carrying out the inventory valuation and corroborated the same to our understanding of the business. Tested the computation of various overhead absorption rates by tracing the underlying data to audited historical operational results of the company.
 - Verified the expenses considered as cost of conversion including estimates for apportionment of the conversion on the different classes of finished goods and work in progress and recomputed the arithmetical accuracy thereof for calculating the conversion cost considered as part of the finished goods and work in progress.
 - Obtained understanding of management process for identification of slow moving, non-moving or obsolete inventories and ensured that the same is consistently applied.
 - Recomputed the net realisable value of the finished goods and reviewed the management assessment for carrying inventory at lower of cost and net realisable value.
 - Tested ageing of inventory items obtained through system reports, as applicable.
- Evaluated the appropriateness and adequacy of disclosures made in the standalone Ind AS financial statements in accordance with the applicable accounting standards.

In addition to the above key audit matter, we have identified the following matter, reproduced below, as a key audit matter to be communicated in our report, based on component auditor's report on the financial statements of DCM Nouvelle Speciality Chemicals, a subsidiary of Holding Company.

Key audit matter

Capitalisation of Property, Plant and Equipment

Refer note 3 to the accompanying consolidated financial statements.

During the current year, the Company has commissioned its chemical plant at Plot No 91, 92, 93, Industrial Township DMIC Vikram Udyogpuri Limited, Village-Narvar, Ujjain, Madhya Pradesh, 456664

The company has capitalised significant capital expenditure of ₹ 5574.8 lacs in commencing the aforesaid chemical plant ('Production unit') during financial year 2023-24.

How our audit addressed the key audit matter

Our audit work included, but was not limited to, the following procedures:

- Obtained an understanding of the business process relating to capitalisation of PPE and assessed the appropriateness of the accounting policy adopted by the Holding Company in accordance with Ind AS 16;
- Evaluated the design and tested operating effectiveness of internal controls with respect to the capitalisation of PPE;

Key audit matter

Valuation of Inventories

At the balance sheet date 31 March 2024, the Company holds inventories comprising of raw materials and components, finished goods, work-in-progress aggregating to ₹ 26,156.08 lacs as disclosed in note 7 to the accompanying standalone financial statements of the Company. Such inventory is carried at cost, or net realisable value whichever is lower, as per the accounting policy disclosed in note 2(c).

How our audit addressed the key audit matter

Our audit work included, but was not limited to, the following procedures:

- Evaluated the appropriateness of the Company's accounting policy and valuation method of inventory in accordance with the applicable accounting standards.
- Assessed the design and implementation of controls in respect of the inventory valuation and tested the effectiveness of key inventory controls.

Key audit matter

Such capital expenditure includes purchase costs and costs directly attributable for bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management, which have been capitalised under various classes of PPE in accordance with the principles of Ind AS 16, Property, Plant and Equipment ('Ind AS 16').

The above non-recurring event for the Company required significant management efforts and judgement to identify costs incurred that meet the recognition criteria under Ind AS 16, determine timing of capitalisation and classification of PPE, estimate useful lives and assign residual values to various items capitalised as PPE in relation to the new production unit set up during the year.

The aforesaid capitalisation is a significant non-recurring event during the year and accounting for the same has been identified as a significant risk for our audit that required significant auditor attention and efforts.

Considering the magnitude of capital expenditure incurred and the significant efforts and judgement involved, we have determined this matter to be a key audit matter for the current year audit.

How our audit addressed the key audit matter

- Tested the additions made to PPE on a sample basis by checking underlying supporting documents such as invoices, goods received notes (GRNs), material receipt forms, etc. to ensure such items are recorded accurately with correct amount, in the correct class of PPE and in the correct period;
- For the new unit capitalised during the year, reviewed the completion/ installation certificate provided by the chief technical officer to determine appropriateness of timing of capitalisation;
- On a test check basis, we have physically verified existence of additions made to such new unit during our site visits.
- Assessed the appropriateness of useful economic lives and residual values assigned to various items of PPE capitalised during the year, with reference to the Company's historical experience, technical evaluation, requirements of Schedule II to the Companies Act, 2013 and our understanding of the Company's business; and

Evaluated the appropriateness and adequacy of the disclosures made in the financial statements in accordance with the applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

6. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the consolidated 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 consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

7. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 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 Board of Directors of the Holding Company, as aforesaid.

8. 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 the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
9. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

10. 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 Standards on Auditing 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.
11. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act 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 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 Holding 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
- Obtain sufficient appropriate audit evidence regarding the financial information/ financial statements 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 financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the

direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

12. 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.
13. 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.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

15. We did not audit the financial statements of one subsidiary, whose financial statements reflects total assets of ₹ 9,098.23 lacs as at 31 March 2024, total revenues of ₹ 6.30 lacs and net cash outflows amounting to ₹ 384.53 lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose report have 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 the 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, are based solely on the reports of the other auditors.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

16. As required by section 197(16) of the Act based on our audit and on the consideration of the report of the other auditor, referred to in paragraph 15, on separate financial statements of the subsidiary, we report that the Holding Company, incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that one subsidiary, incorporated in India whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary.
17. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued by us and by the respective other auditors as mentioned in paragraph 15 above, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.
18. As required by section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditor (s) on separate financial statements and other financial information of the subsidiary, incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor except for the matters stated in paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - c) The consolidated financial statements 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;

- d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;
- e) On the basis of the written representations received from the directors of the Holding Company, and taken on record by the Board of Directors of the Holding Company, and the reports of the statutory auditor of its subsidiary, covered under the Act, none of the directors of the Group companies, are disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act.
- f) The qualification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 18(b) above on reporting under section 143(3)(b) of the Act and paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary, covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure I' wherein we have expressed an unmodified opinion; and
- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements and other financial information of the subsidiary, incorporated in India whose financial statements have been audited under the Act:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, as at 31 March 2024, as detailed in Note 41 to the consolidated financial statements;
 - ii. The Holding Company and its subsidiary did not have any long-term contracts including

derivative contracts for which there were any material foreseeable losses as at 31 March 2024;

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary covered under the Act, during the year ended 31 March 2024;
- iv. a. The respective managements of the Holding Company and its subsidiary incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary, to the best of their knowledge and belief, as disclosed in note 53(iv) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiary ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The respective managements of the Holding Company and its subsidiary, incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary respectively that, to the best of their knowledge and belief, as disclosed in the note 53(v) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary shall,

- whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed by us and that performed by the auditor of the subsidiary, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditor's notice that has caused us or the other auditor's to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Holding Company and its subsidiary have not declared or paid any dividend during the year ended 31 March 2024
- vi. As stated in note 54 to the consolidated financial statements and based on our examination which included test checks, except for instance mentioned below, the Holding Company and its subsidiary, in respect of financial year commencing on 1 April 2023, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all 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, other than the consequential impact of the exception given below.

Nature of exception noted

Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software

Details of Exception

The audit trail feature in the accounting software used for maintenance of all accounting records by the Holding Company does not appropriately maintain the details of subsequent edits at the application level.

Further, the audit trail feature at the database level was not enabled for the said accounting software to log any direct data changes by the Holding Company and subsidiary.

For **Walker Chandio & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No.: 504774

UDIN: 24504774BKEOAX6131

Place: New Delhi

Date: 28 May 2024

Annexure I to the Independent Auditor's Report of even date to the members of DCM Nouvelle Limited on the consolidated financial statements for the year ended 31 March 2024

Independent Auditor's Report on the internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of DCM Nouvelle Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls 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. 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 the Company's business, including adherence to the 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.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit

of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls 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 controls with reference to financial statements include 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 financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. 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 controls 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

8. In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies, the Holding Company and its subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls 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.

Other Matter

9. We did not audit the internal financial controls with reference to financial statements insofar as it relates to one subsidiary company, which are companies covered under the Act, whose financial statements reflect total assets of ₹ 9,098.23 lacs and net assets of ₹ 5,535.87 lacs as at 31 March 2024, total revenues of ₹ 6.30 lacs and net cash outflows amounting to ₹ 384.53 lacs for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary company has been audited by other auditor whose report has been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary company is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner

Place: New Delhi
Date: 28 May 2024

Membership No.: 504774
UDIN: 24504774BKEOAX6131

Consolidated Balance Sheet

as at 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	Notes	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3A	31,124.04	26,321.68
Capital work-in-progress	3A	9.97	1,113.07
Right of use assets	3B	1,276.71	1,313.70
Intangible assets	3C	40.98	-
Non-current tax assets (net)	5	427.36	477.28
Other non-current assets	6	1,945.59	2,065.66
Total non-current assets		34,824.65	31,291.39
Current assets			
Inventories	7	26,430.85	22,805.65
Financial assets			
(i) Trade receivables	8	11,464.34	5,896.83
(ii) Cash and cash equivalents	9	73.69	502.23
(iii) Bank balances other than (ii) above	10	26.95	-
(iv) Loans	11	40.62	48.33
(v) Other financial assets	12	509.67	330.89
Other current assets	13	2,933.53	1,904.68
		41,479.65	31,488.61
Assets held for sale	14	-	1,891.99
Total current assets		41,479.65	33,380.60
Total assets		76,304.30	64,671.99
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	1,867.77	1,867.77
Others equity	16	29,687.22	30,020.61
Equity attributable to owners of the Company		31,554.99	31,888.38
Non-controlling interests		890.12	725.81
Total equity		32,445.11	32,614.19
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	17	8,252.06	9,753.37
(ii) Lease liabilities	18	65.48	82.81
(ii) Other financial liabilities	19	14.20	13.80
Provisions	20	439.07	405.18
Deferred tax liabilities (net)	4	570.63	497.44
Total non-current liabilities		9,341.44	10,752.60
Current liabilities			
Financial liabilities			
(i) Borrowings	21	28,909.24	16,653.47
(ii) Trade payables	22		
(a) Total outstanding dues of micro enterprises and small enterprises		1,367.61	230.09
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,461.30	1,775.75
(iii) Other financial liabilities	23	964.80	1,075.84
Other current liabilities	24	251.78	222.35
Contract liabilities	25	343.22	154.65
Provisions	26	1,219.80	1,193.05
Total current liabilities		34,517.75	21,305.20
Total liabilities		43,859.19	32,057.80
Total equity and liabilities		76,304.30	64,671.99

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached
For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No. : 001076N/N500013

Rohit Arora
Partner
Membership No. : 504774

Place: New Delhi
Date: 28 May 2024

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Hemant Bharat Ram
Managing Director
DIN : 00150933

Vivek Kaushal
Chief Executive Officer

Place: New Delhi
Date: 28 May 2024

Dr. Meenakshi Nayar
Chairperson and Director
DIN : 06866256

Sandeep Kumar Jain
Chief Financial Officer
M. No. : 078691

Mohd Sagor
Company Secretary
M. No. : F11061

Consolidated Statement of profit and loss

for the year ended 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
Income			
Revenue from operations	27	108,093.96	86,440.81
Other income	28	664.54	583.15
Total income		108,758.50	87,023.96
Expenses			
Cost of materials consumed	29	83,231.12	70,627.97
Changes in inventories of finished goods, work-in-progress and scrap	30	2,244.26	(1,848.21)
Employee benefits expense	31	6,044.82	5,183.55
Finance costs	32	2,517.01	621.94
Depreciation expense	33	2,310.79	1,001.69
Other expenses	34	12,714.07	9,319.88
Total expenses		109,062.07	84,906.82
Profit before exceptional items and tax		(303.57)	2,117.14
Exceptional items	35	-	294.08
Profit before tax		(303.57)	1,823.06
Tax expense			
Current tax	36	30.46	81.54
Deferred tax	36	75.56	575.47
Total tax expense		106.02	657.01
Profit for the year		(409.59)	1,166.05
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement (loss)/gain of defined benefit obligations	36	(9.38)	18.15
Income tax relating to remeasurement of defined benefit obligations		(2.36)	4.57
Total other comprehensive income, net of tax		(7.02)	13.58
Total comprehensive income for the year		(416.61)	1,179.63
Net profit attributable to			
a) Owners of the Holding Company		(326.37)	1,228.81
b) Non-controlling interest		(83.22)	(62.76)
		(409.59)	1,166.05

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
Other comprehensive income attributable to			
a) Owners of the Holding Company		(7.02)	13.58
b) Non-controlling interest		-	-
		(7.02)	13.58
Total comprehensive income attributable to			
a) Owners of the Holding Company		(333.39)	1,242.39
b) Non-controlling interest		(83.22)	(62.76)
		(416.61)	1,179.63
Earnings per equity share (face value of 10 each)			
Basic	38	(2.19)	6.24
Diluted	38	(2.19)	6.24

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached
For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner
Membership No. : 504774

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Hemant Bharat Ram
Managing Director
DIN : 00150933
Vivek Kaushal
Chief Executive Officer

Dr. Meenakshi Nayar
Chairperson and Director
DIN : 06866256

Sandeep Kumar Jain
Chief Financial Officer
M. No. : 078691

Mohd Sagir
Company Secretary
M. No. : F11061

Place: New Delhi
Date: 28 May 2024

Place: New Delhi
Date: 28 May 2024

Consolidated Cash flow statement

for the year ended 31 March 2024

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Cash flows from operating activities		
Net profit before tax	(303.57)	1,823.06
Adjustments for :		
Depreciation expense	2,310.79	1,001.69
Profit on sale of property, plant and equipment (net)	(5.84)	(9.02)
Loss on sale of immovable property	-	56.97
Provision against loss on immovable properties	-	237.11
Unrealised foreign exchange gain	0.64	(55.07)
Interest income including interest subsidy	(77.20)	(76.20)
Miscellaneous balances written back	(10.82)	(127.76)
Provision against Technology Upgradation Fund subsidy (Refer Note 38)	1.86	1.86
Provision against doubtful advances	73.13	-
Interest expense	2,517.01	621.94
Operating profit before working capital changes	4,506.00	3,474.58
Net change in		
Inventories	(3,625.20)	(763.77)
Trade receivables	(5,527.34)	2,354.41
Loans	7.71	(16.33)
Other financial assets	(234.31)	837.90
Other assets	(918.45)	(1,835.72)
Trade payable	834.44	999.51
Provisions	50.26	(87.45)
Financial liabilities	79.84	34.26
Other liabilities	218.57	202.65
Cash generated/(used) in operations	(4,608.48)	5,200.04
Income-taxes paid (net of refunds)	-	(435.26)
Net cash flow (used in)/ generated from operating activities (A)	(4,608.48)	4,764.78
B. Cash flows from investing activities		
Purchase of property, plant and equipment (including capital work-in-progress, capital advance and capital creditors)	(4,303.80)	(16,013.73)
Proceeds from sale of property, plant and equipment	13.93	155.59
Proceeds from issue of equity share capital and share premium	247.92	786.17
Interest received	52.71	71.22
Fixed deposits (made)/matured during the year*	(26.95)	144.36
Net cash flows (used) in investing activities (B)	(4,016.19)	(14,856.39)
C. Cash flows from financing activities		
Repayment of long-term borrowings	(795.91)	(25.21)
Proceeds from long-term borrowings	-	7,703.42
Proceeds from short-term borrowings (net)	11,509.56	3,130.72
Finance charges paid	(2,517.51)	(637.26)
Net cash flows generated from financing activities (C)	8,196.14	10,171.67
D. Net Increase/(decrease) in cash and cash equivalents during the year (A+B+C)	(428.53)	80.06
E. Cash and cash equivalents at the beginning of the year	502.23	422.17
F. Cash and cash equivalents at the end of the year	73.70	502.23

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
G. Components of cash and cash equivalents		
i. Balances with banks:		
- Current accounts	23.05	467.63
- Cash credit accounts	47.51	28.16
ii. Cash on hand	3.22	6.44
Cash and cash equivalents as at the end of the year	73.78	502.23

Reconciliation of financial liabilities arising from financing activities

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening balances		
Non-current borrowings (including current maturities)	10,552.06	2,873.85
Current borrowings	15,854.78	12,718.00
Lease Liability	82.81	-
Non Cash Changes		
Creation of lease liability during the year	(12.77)	83.40
Interest expenses on lease liability	6.18	5.59
Cash flows during the year		
Repayment of non-current borrowings	(795.91)	(25.21)
Proceeds from non-current borrowings	-	7,703.42
(Repayment of)/proceeds from short-term borrowings (net)	11,509.56	3,130.72
Exchange fluctuation loss/(gain) on reinstatement of current borrowings	40.81	6.06
Finance charges incurred	2,517.01	621.94
Finance charges paid	(2,517.01)	(621.94)
Lease Liability paid	(5.59)	(6.18)
Closing balances		
Non-current borrowings (including current maturities)	9,756.15	10,552.06
Current borrowings	27,405.15	15,854.78
Lease Liability	70.63	82.81

The above standalone cash flow statement has been prepared under the 'indirect method' as set out in Ind AS 7, 'Statement of cash flows'.

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached
For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Rohit Arora
Partner
Membership No. : 504774

Hemant Bharat Ram
Managing Director
DIN : 00150933

Dr. Meenakshi Nayar
Chairperson and Director
DIN : 06866256

Vivek Kaushal
Chief Executive Officer

Sandeep Kumar Jain
Chief Financial Officer
M. No. : 078691

Mohd Sagir
Company Secretary
M. No. : F11061

Place: New Delhi
Date: 28 May 2024

Place: New Delhi
Date: 28 May 2024

Consolidated statement of changes in equity

for the year ended 31 March 2023

(All amounts in ₹ lacs, unless stated otherwise)

A. EQUITY SHARE CAPITAL

Particulars	Number of shares	Amount
Balance as at 01 April 2022	1,86,77,749	1,867.77
Changes in equity share capital during the year	-	-
Balance as at 31 March 2023	1,86,77,749	1,867.77
Changes in equity share capital during the year	-	-
Balance as at 31 March 2024	1,86,77,749	1,867.77

B. Other equity

Particulars	Reserve and surplus		Total	Non Controlling Interests
	Securities premium	Retained earnings		
Balance as at 01 April 2022	5,518.63	23,259.59	28,778.22	2.40
Increase in stake of subsidiary	-	-	-	786.17
Profit for the year	-	1,228.81	1,228.81	(62.76)
Other comprehensive income for the year	-	13.58	13.58	-
Total comprehensive income	-	1,242.39	1,242.39	723.41
Balance as at 31 March 2023	5,518.63	24,501.98	30,020.61	725.81
Increase in stake of subsidiary	-	-	-	247.53
Profit for the year	-	(326.37)	(326.37)	(83.22)
Other comprehensive income for the year	-	(7.02)	(7.02)	-
Total comprehensive income	-	(333.39)	(333.39)	164.31
Balance as at 31 March 2024	5,518.63	24,168.59	29,687.22	890.12

The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date attached
For Walker Chandiok & Co LLP

Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner
Membership No. : 504774

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Hemant Bharat Ram

Managing Director
DIN : 00150933

Vivek Kaushal

Chief Executive Officer

Dr. Meenakshi Nayar

Chairperson and Director
DIN : 06866256

Sandeep Kumar Jain

Chief Financial Officer
M. No. : 078691

Mohd Sagir

Company Secretary
M. No. : F11061

Place: New Delhi

Date: 28 May 2024

Place: New Delhi

Date: 28 May 2024

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

Material accounting policy information and other explanatory information to the consolidated financial statements for the year ended 31 March 2024

1 Group Overview and basis of preparation and presentation

1.1 Group overview

DCM Nouvelle Limited (herein after referred to as 'the Company' or the 'Holding Company' or the 'Parent Company') is domiciled in India with its registered office situated at Vikrant Tower, 4, Rajendra Place, New Delhi-110008, (CIN:L17309DL2016PLC307204). The Company has been incorporated under the provision of Indian Companies Act and its equity shares are listed on the National Stock Exchanges (NSE) and Bombay Stock Exchange (BSE). The Company is primarily engaged in the business of manufacturing and sale of Cotton Yarn.

On 02 February 2022, the Company has incorporated a subsidiary by the name 'DCM Nouvelle Specialty Chemicals Limited' (herein after referred to as 'subsidiary Company') as a Company limited by shares under the Companies Act, 2013. The subsidiary Company has been set up to explore and determine commerce viability of producing identified specialty chemicals.

1.2 General information and statement of compliance with Ind AS

Consolidated financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and other relevant provisions of the Act and the guidelines issued by Securities and Exchange Board of India, to the extent applicable.

The Consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies have been consistently applied to all the periods presented in the financial statements except where newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Consolidated financial statements were authorised for issue by the Holding Company's Board of Directors on 28 May 2024.

New and amended standards adopted by the Company

The Group has applied the following amendments for the first time for their annual reporting period commencing April 1, 2023:

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments to Ind AS 8 clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

Ind AS 1 – Presentation of Financial Statements

The amendments to Ind AS 1 provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. This amendment did not have any material impact on the Company's financial statements and disclosures.

Ind AS 12 – Income Taxes

The amendments to Ind AS 12 Income Tax narrow the scope of the initial recognition exception, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities. The above amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

New Standards/Amendments notified but not yet effective:

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. During the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

a. Basis of consolidation:

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiary as at 31 March 2024. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee,
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

The group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of controls listed above. The Group considers all relevant facts and circumstances in assessing whether it has power over the investee, including:

- The size of Group's holding of voting rights;
- Potential voting rights held by the Group;
- Rights arising from other contractual arrangements.

The details of the consolidated entity are as follows:

S. No.	Name	Country of incorporation	Name of Holding company	Percentage of ownership
1	DCM Nouvelle Specialty Chemicals Limited	India	DCM Nouvelle Limited	81.39%

Consolidation procedure

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Holding Company with those of its subsidiary Company.
- Offset (eliminate) the carrying amount of the Holding Company's investment in subsidiary and the Holding Company's portion of equity of subsidiary.
- Eliminate in full, intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Non-controlling interests in the net assets of consolidated subsidiary are identified separately from the Group's equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying value of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interests having a deficit balance.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group.

b. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Group's functional currency. All amounts have been rounded-off to the nearest lacs, unless otherwise indicated and number of shares are mentioned in absolute numbers.

Basis of measurement

The Consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Derivative instruments	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations

c. Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Judgements, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes.

a) Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2024 is included in the following notes:

Note 1.2(a) – Judgement and assumptions used in determining that it has control over investee company

Note 2 (a) - measurement of fair values

Note 2 (b) - measurement of useful lives and residual values to property, plant and

equipment.

Note 2 (c) – Valuation of inventory

Note 2 (d) – Estimated impairment of financial assets.

Note 2 (e) – Estimated impairment of non-financial assets

b) Judgements

Note 2 (d)(i) - Derecognition of trade receivables

Note 2 (f) – Recognition and measurement of provisions and contingencies

Note 2 (h) – Recognition of deferred tax assets availability of future taxable profit against which tax losses carried forward can be used.

Operating cycle

Based on the nature of products/activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2. Material accounting policy information

Following material accounting policy information are used in the preparation of the consolidated financial statements.

a. Measurement of fair values

Group's certain accounting policies and disclosures require the measurement of fair values, for financial assets and financial liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

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

- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and reports directly to the board of directors.

The finance 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 valuation 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.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which change has occurred.

b. Property, Plant and equipment

Recognition and measurement

The cost of an item of property, plant and equipment shall be recognized as an asset if, and only if: (a) it is probable that future economic benefits associated with the item will flow to the entity; and (b) the cost of the item can be measured reliably.

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use. The cost of self-constructed assets includes the cost of materials, direct labour, and any other costs directly attributable to bringing the assets to a working condition and location for their intended use.

The carrying amount of an item of property, plant and equipment shall be derecognized: (a) on disposal; or (b) when no future economic benefits are expected from its use or disposal.

When parts of an item of property, plant and equipment having significant cost have different

useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Gains or losses on disposal of an item of property, plant and equipment is recognised in the statement of profit or loss.

All spare parts which are expected to be used for more than one accounting period are capitalised as property, plant and equipment.

Capital work-in-progress is stated at cost, net of impairment loss, if any.

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

Depreciation is provided on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using straight-line method.

On assets sold, discarded, etc., during the year, depreciation is provided up to the date of sale/discard. Depreciation has been calculated on a pro-rata basis in respect of acquisition/installation during the year. Freehold land is not depreciated.

The depreciation charged on all property, plant and equipment is on the basis of useful life specified in Part "C" of Schedule II to the Companies Act, 2013 which represents useful lives of the assets.

Asset category	As per Schedule II
Computers	3 years
Furniture and Fixtures	10 Years
Building	30-60 years
Vehicles	8-10 years
Plant and machinery (on triple shift basis)	7.5 years
Office equipment	5 years
Servers and networks	6 years
Road	5 Years
Electrical Installation	10 Years

Depreciation methods, useful lives and residual values are reviewed at least at each financial year end and changes, if any, are accounted for prospectively.

c. Inventories

Inventories are valued at lower of cost or net realisable value. Cost of raw material comprise cost of purchase and is determined after rebate and discounts. Cost of work-in-progress and finished goods comprises direct material, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.

Cost of inventories also include all other cost incurred in bringing the inventories to their present location and condition. Costs are determined on weighted average cost basis.

Waste material is valued at net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. When a decline in the price of materials indicates that the cost of finished products exceeds net realisable value, the materials are written down to net realisable value. Net realisable value of raw material is determined with reference to the replacement cost of the raw materials.

d. Financial instruments

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

Recognition and initial measurement

(i) Financial assets

Financial assets are classified at initially recognised as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL)

With the exception of trade receivable that do not contain a significant financing component, the Company initially measures financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables do not contain a significant financing component and are measured at the transaction price determined under Ind AS 115, Refer to the

accounting policies in section (j) Revenue recognition.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e. the date that the Company commits to purchase or sell the asset.

Classification and subsequent measurement

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.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets 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.

All equity investment in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applied are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. The Company elected to classify irrevocably its non-listed equity investments under this category. If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instruments, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the Statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss

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

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Impairment

The Group recognises loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables is measured at an amount equal to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the statement of profit and loss.

(ii) Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the statement of profit and loss. Any gain or loss on derecognition is also recognised in the statement profit or loss.

(iii) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

Derecognition

(i) Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

(ii) Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in statement of profit or loss.

e. Impairment of non-financial assets

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in estimate used to determine the recoverable amount. Such a reversal is made 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.

f. Provisions, contingent liabilities and contingent assets

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the amount of time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is

recognised as finance cost. Expected future operating losses are not provided for.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the possibility of an outflow of economic benefits is remote.

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

g. Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods before transferring them to the customer.

i. Sale of goods

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer. In case of domestic sales, control is generally transferred on delivery of goods and in case of export sales which are secured against letter of credit, control is generally transferred at the time of bill of lading and in case of other export sales, control is transferred when payment is received and there are no unfulfilled obligations. Amounts disclosed as revenue are net of returns and allowances, trade discounts and rebates.

Revenue is measured based on the transaction price, which is the consideration, adjusted for variable consideration such volume discounts, cash discounts etc. as specified in the contract with the customer.

Contact asset is the entity's right to consideration in exchange for goods or services that the entity has transferred to the customer. A contract asset becomes a receivable when the entity's right to consideration is unconditional, which is the case when only the passage of time is

required before payment of the consideration is due.

Contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfer goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract. Contract liabilities are disclosed in Note 25 as advance received from customers.

ii. Rendering of services

Revenue from sale of services is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured and is recognised in the statement of profit and loss in proportion to the stage of completion of the transaction at the reporting date.

iii. Duty Drawback and other export benefits

The revenue in respect of duty drawback and similar other export benefits is recognised on accrual (subsequent to recording of export sales) basis at the rate at which the entitlements accrue.

Use of significant judgements in revenue recognition

- a) Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration of variable consideration with elements such as volume discounts, price concessions and incentives. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product of service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end

of each reporting period. The Group allocates the elements of variable consideration to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

- b) The Group uses judgement to determine an appropriate selling price for a performance obligation. The Group allocates the transaction price to each performance obligations on the basis of the relative selling price of each distinct product promised in the contract.
- c) The Group's performance obligation under revenue contracts, is satisfied at a point in time and judgement is exercised in determining point in time.

iv. Other income

Interest income is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or

When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

h. Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ("OCI") or directly in equity.

i. Current tax

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and

exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

ii. Deferred Tax

Deferred tax is recognised for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date. Deferred tax liabilities are generally recognised for all taxable temporary differences except when the deferred tax liability arises at the time of transaction that affects neither the accounting profit or loss nor taxable profit or loss. Deferred tax assets are generally recognised for all deductible temporary differences, carry forward of unused tax credits and any unused tax losses, to the extent that it is probable that future taxable income will be available against which the deductible temporary differences and carry forward of unused tax credit and unused tax losses can be utilised, except when the deferred tax asset relating to temporary differences arising at the time of transaction affects neither the accounting profit or loss nor the taxable profit or loss. Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss, either in other comprehensive income or directly in equity. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

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

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

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

When there is uncertainty regarding income tax treatments, the Group assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognised. The effect of the uncertainty is recognised using the method that, in each case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Group evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker.

In accordance with Ind AS 108-Operating Segments, the operating segments used to present segment information are identified on the basis of internal reports used by the Group's Management to allocate resources to the segments and assess their performance.

The Board of Directors is collectively the Group's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The Group has two reportable business segments based on

the organisation structure – textiles and chemicals.

j. Borrowing cost:

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds.

Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

In case of a specific borrowing taken for the purpose of acquisition, construction or production of a qualifying asset, the borrowing costs capitalised shall be the actual borrowing costs incurred during the period less any interest income earned on

temporary investment of specific borrowing pending expenditure on qualifying asset.

In case funds are borrowed generally and such funds are used for the purpose of acquisition, construction or production of a qualifying asset, the borrowing costs capitalised are calculated by applying the weighted average capitalisation rate on general borrowings outstanding during the period, to the expenditures incurred on the qualifying asset.

If any specific borrowing remains outstanding after the related asset is ready for its intended use, that borrowing is considered part of the funds that are borrowed generally for calculating the capitalisation rate.

k. Government grant:

Grants from the Government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income/other income.

Government grants relating to the purchase of property, plant and equipment are included in

non-current liabilities as deferred income and are credited to statement of profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

l. Foreign currency transactions and translation

Group's functional currency is Indian Rupee (INR) and the financial statements are presented in Indian Rupee (INR).

m. Investment properties

Property that is held for long term rental yields or for capital appreciation or for both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction cost and where applicable borrowing costs. Subsequent expenditure is capitalised to assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Investment property consists of building, building is depreciated using the straight-line method over their estimated useful life of 60 years.

n. Assets classified as held for sale

Non-current assets comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met:

- a) decision has been made to sell
- b) the assets are available for immediate sale in its present condition.
- c) the assets are being actively marketed, and
- d) sale has been agreed or is expected to be concluded within 12 months of the Balance sheet date.

Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs to sell.

o. Research and development expenditure

Expenditure on research and development of products is included under the natural heads of expenditure in the year in which it is incurred except which relate to development activities whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes.

Such development costs are capitalised if they can be reliably measured, the product or process is technically and commercially feasible and the Group has sufficient resources to complete the development and to use or sell the asset.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

(All amounts in ₹ lacs, unless stated otherwise)

3A. Property, plant and equipment and capital work-in-progress:

Particulars	Freehold land	Buildings	Plant and equipments	Furniture and fixtures	Office equipments	Vehicles	Roads	Total	Capital work-in-progress
Gross carrying value									
As at 1 April 2022	2,188.35	3,269.77	16,516.23	21.78	43.77	209.56	-	22,249.46	1,585.54
Additions	-	3,219.38	13,102.61	12.45	19.66	23.49	79.05	16,456.64	16,085.58
Disposals/adjustments	-	-	89.30	-	1.07	10.62	-	100.99	16,558.05
Transfer to Assets held for sale	1,501.25	-	-	-	-	-	-	1,501.25	-
As at 1 April 2023	687.10	6,489.15	29,529.54	34.23	62.36	222.43	79.05	37,103.86	1,113.07
Additions	-	2,195.85	4,747.92	35.47	44.45	-	73.12	7,096.81	6,168.64
Disposals/adjustments	-	-	36.73	0.06	-	96.97	-	133.76	7,271.74
Transfer to Assets held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2024	687.10	8,685.00	34,240.73	69.64	106.81	125.46	152.17	44,066.91	9.97
Accumulated depreciation									
As at 1 April 2022	-	677.98	9,027.28	16.36	27.22	133.32	-	9,882.16	-
Charge for the year	-	137.99	816.98	1.83	10.01	19.88	1.25	987.94	-
Disposals/adjustments	-	-	84.73	-	1.05	2.14	-	87.92	-
Balance as at 31 March 2023	-	815.97	9,759.53	18.19	36.18	151.06	1.25	10,782.18	-
Charge for the period	-	217.04	2,010.28	4.54	17.02	19.12	18.36	2,286.36	-
Disposals/adjustments	-	-	34.90	0.06	-	90.71	-	125.67	-
Transfer to Assets held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2024	-	1,033.01	11,734.91	22.67	53.20	79.47	19.61	12,942.87	-
Net carrying value									
As at 31 March 2023	687.10	5,673.18	19,770.01	16.04	26.18	71.37	77.80	26,321.68	1,113.07
As at 31 March 2024	687.10	7,651.99	22,505.82	46.97	53.61	45.99	132.56	31,124.04	9.97

- (i) Refer note 17, 21 and 47 for charge created on property, plant and equipment as security against borrowings.
- (ii) Refer note 40 for disclosure on contractual commitments for acquisition of property, plant and equipment.
- (iii) Land admeasuring 267.63 acres at Hisar amounting to ₹ 687.10 lacs (31 March 2023 : ₹ 687.10 lacs) are registered in the name of Company.

Capital work-in-progress ageing

Ageing for capital work-in-progress as at March 31, 2024 is as follows :

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Textile Unit	9.97	-	-	-	9.97
	9.97	-	-	-	9.97

There are no such projects under capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan as of 31 March 2024 and 31 March 2023.

Capital work-in-progress ageing

Ageing for capital work-in-progress as at March 31, 2023 is as follows :

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Textile Unit	1,113.07	-	-	-	1,113.07
	1,113.07	-	-	-	1,113.07

(All amounts in ₹ lacs, unless stated otherwise)

3B. Right of use assets

Particulars	Gross Block				Depreciation			Net Block	
	As at 31 March, 2023	Addition	Disposals/adjustments	As at 31 March, 2024	As at 31 March, 2023	Addition	As at 31 March, 2024	As at 31 March, 2023	As at 31 March, 2024
Right of use assets	1,314.46	-	12.60	1,301.86	0.76	24.39	25.15	1,313.70	1,276.71
	1,314.46	-	12.60	1,301.86	0.76	24.39	25.15	1313.70	1276.71

3C. Intangible assets

Particulars	Gross Block				Depreciation			Net Block	
	As at 31 March, 2023	Addition	Disposals/adjustments	As at 31 March, 2024	As at 31 March, 2023	Addition	As at 31 March, 2024	As at 31 March, 2023	As at 31 March, 2024
Product Development Cost	-	41.02	-	41.02	-	0.04	0.04	-	40.98
	-	41.02	-	41.02	-	0.04	0.04	-	40.98

4. Deferred tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Tax effect of items constituting deferred tax assets		
Provision for gratuity and compensated absences	249.03	226.85
Provision for bonus	102.66	88.54
Provision against TUF subsidy	82.56	82.09
Provision for trade receivables and other advances	45.27	26.86
Expenses related to business combination	-	15.83
Loss for current year	223.38	-
Others	21.35	11.21
Deferred tax liabilities		
Difference between accounting base and tax base of property, plant and equipment	(1294.88)	(948.82)
Deferred tax assets/(liabilities) (net)	(570.63)	(497.44)

(All amounts in ₹ lacs, unless stated otherwise)

Movement in deferred tax assets/liabilities during year ended 31 March 2024

Particulars	Balance as at 31 March 2023	Recognised in profit and loss	Recognised in other comprehensive income	Balance as at 31 March 2024
Deferred tax assets				
Provision for gratuity and compensated absences	226.85	19.82	2.36	249.03
Provision for bonus	88.54	14.12	-	102.66
Provision against TUF subsidy	82.09	0.47	-	82.56
Provision for trade receivables and other advances	26.86	18.40	-	45.27
Expenses related to business combination	15.83	(15.83)	-	0.00
Loss for current year	-	223.38	-	223.38
Others	11.21	10.14	-	21.35
Deferred tax liabilities				
Difference between accounting base and tax base of property, plant and equipment	(948.82)	(346.06)	-	(1294.88)
Deferred tax assets/(liabilities) (net)	(497.44)	(75.56)	2.36	(570.63)

Movement in deferred tax assets/liabilities during year ended 31 March 2023

Particulars	Balance as at 31 March 2022	Recognised in profit and loss	Recognised in other comprehensive income	Balance as at 31 March 2023
Deferred tax assets				
Provision for gratuity and compensated absences	263.32	(31.90)	(4.57)	226.85
Provision for bonus	77.49	11.05	-	88.54
Provision against TUF subsidy	81.62	0.47	-	82.09
Provision for trade receivables and other advances	26.86	-	-	26.86
Expenses related to business combination	31.66	(15.83)	-	15.83
Others	21.15	(9.94)	-	11.21
Deferred tax liabilities				
Difference between accounting base and tax base of property, plant and equipment	(419.51)	(529.31)	-	(948.82)
Deferred tax assets/liabilities (net)	82.59	(575.46)	(4.57)	(497.44)

5. Non-current tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Advance Advance tax (net of provision for income-tax of ₹ Nil (31 March 2023: ₹ 72.24 lacs))	427.36	477.28
	427.36	477.28

(All amounts in ₹ lacs, unless stated otherwise)

6. Other non-current assets

Particulars	As at 31 March 2024	As at 31 March 2023
(Unsecured, considered good)		
Capital advances	0.07	34.23
Balance with government authorities	1,157.64	1,201.90
Security deposits	767.58	794.27
Prepaid expenses	20.30	35.26
(Unsecured, considered doubtful)		
Balance with government authorities	12.55	12.55
	1,958.14	2,078.21
Less: provision for doubtful advances	12.55	12.55
	1,945.59	2,065.66

7. Inventories#

(valued at lower of cost or net realisable value)

Particulars	As at 31 March 2024	As at 31 March 2023
Raw materials	19,262.82	13,406.40
Work-in-progress	1,264.98	1,388.98
Finished goods*	4,531.59	7,025.77
Stores and spares**	135.82	122.76
Scrap	1,235.64	861.74
Total	26,430.85	22,805.65

Refer note 17, 21 and 47 for charge created on inventories as security against borrowings.

* Includes finished goods-in-transit amounting to ₹ 2,096.33 lacs (31 March 2023: ₹ 2,146.09 lacs).

** Includes packing materials of ₹ 44.52 lacs (31 March 2023: ₹ 46.06 lacs) and lubricants and oil of ₹ 19.33 lacs (31 March 2023 : ₹ 25.05 lacs).

8. Trade receivables# (other than related party)

Particulars	As at 31 March 2024	As at 31 March 2023
Considered good-secured	9,580.89	5,391.68
Considered good-unsecured	1,883.45	505.15
Credit impaired-unsecured	179.84	106.71
	11,644.18	6,003.54
Less: loss allowance for expected credit loss	(179.84)	(106.71)
	11,464.34	5,896.83

Refer note 17, 21 and 47 for charge created on trade receivables as security against borrowings.

Note: The credit period generally allowed on sales varies, on a case to case basis, and from business to business and is based on market conditions. Generally credit period allowed on Domestic sale is upto 10 days.

(All amounts in ₹ lacs, unless stated otherwise)

Ageing for trade receivables as at March 31, 2024:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	514.28	10,839.96	110.10	-	-	-	11,464.34
Undisputed trade receivables - credit impaired	-	-	11.53	-	-	-	11.53
Disputed trade receivables - credit impaired	-	-	64.96	-	-	103.35	168.31
	514.28	10,839.96	121.63	-	-	-	11,644.18
Less: allowance for expected credit loss							179.84
Total							11,464.34

Ageing for trade receivables as at March 31, 2023:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	408.29	5,486.42	-	2.12	-	-	5,896.83
Disputed trade receivables - credit impaired	-	-	-	-	-	106.71	106.71
	408.29	5,486.42	-	2.12	-	106.71	6,003.54
Less: allowance for expected credit loss							106.71
Total							5,896.83

9. Cash and cash equivalents

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks		
- in current accounts	23.05	467.63
- in cash credit accounts	47.42	28.16
Cash on hand	3.22	6.44
	73.69	502.23

There are no repatriation restrictions with regard to cash and cash equivalents at the end of reporting year and prior year.

(All amounts in ₹ lacs, unless stated otherwise)

10. Other bank balances

Particulars	As at 31 March 2024	As at 31 March 2023
Margin money*	26.95	-
	26.95	-

*Margin Money as at 31 March 2024 includes fixed deposits of ₹ 0.10 lacs (31 March 2023 ₹ Nil) pledged against Licence of Market Committee.

11. Loans

(Unsecured-considered good)

Particulars	As at 31 March 2024	As at 31 March 2023
Loans and advances to employees*	40.62	48.33
	40.62	48.33

*This includes loan to employees of ₹ 7.38 lacs (31 March 2023 ₹ 17.83 lacs) that are interest free and repayable within a timeframe of 12 months.

12. Other current financial assets

Particulars	As at 31 March 2024	As at 31 March 2023
(Unsecured-considered doubtful)		
Technology upgradation fund (TUF) subsidy receivable	165.59	165.59
Less: loss allowance (refer note 38)	45.74	43.87
	119.85	121.72
(Unsecured-considered good)		
Export incentive receivable	380.28	169.46
Forward gain receivables	-	39.63
Others	9.54	0.08
	509.67	330.89

13. Other current assets

Particulars	As at 31 March 2024	As at 31 March 2023
Advance to suppliers	358.37	363.20
Balance with government authorities	2,445.34	1,480.86
Prepaid expenses	129.75	52.90
Other advances	-	7.72
	2,933.53	1,904.68

(All amounts in ₹ lacs, unless stated otherwise)

14. Assets held for sale

Particulars	As at 31 March 2024	As at 31 March 2023
Property, plant and equipment		
Gross carrying value(including security deposit given)	-	2,139.1
Less: Accumulated depreciation	-	(10.0)
Less: Loss on sale of assets held for sale	-	(237.1)
Total assets classified as held for sale	-	1,891.99

During the previous year, the company has sold/agreed to sale certain immovable properties resulting in the loss.

15. Equity share capital

Particulars	As at 31 March 2024	As at 31 March 2023
a) Authorised share capital		
20,050,000 (31 March 2023: 20,050,000) equity shares of ₹ 10 each	2,005.00	2,005.00
	2,005.00	2,005.00
b) Issued, subscribed and fully paid-up share capital		
18,677,749 (31 March 2023: 18,677,749) equity shares of ₹ 10 each fully paid-up	1,867.77	1,867.77
Total issued, subscribed and fully paid-up share capital	1,867.77	1,867.77

c) Terms and rights attached to equity shares

The Company has issued one class of equity shares having at par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company. In the event of liquidation of the Company, holder of equity shares will be entitle to receive remaining assets of the Company after distribution of all preferential amount. The distribution will be in proportion to the number of shares held by shareholder. There is no restriction on distribution of dividend. However, distribution of dividend is subject to the approval of the shareholders in the Annual General Meeting.

d) Reconciliation of equity shares outstanding at the beginning and at the end of year:

	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount ₹ in lacs	Number of shares	Amount ₹ in lacs
Balance at the beginning of the year	18,677,749	1,867.77	18,677,749	1,867.77
Addition/(deletion) during the year	-	-	-	-
At the end of the year	18,677,749	1,867.77	18,677,749	1,867.77

e) Details of equity shareholders holding more than 5% shares in the Company*

	As at 31 March 2024		As at 31 March 2023	
	Number of shares	% Holding	Number of shares	% Holding
Mr. Hemant Bharat Ram	9,359,149	50.11%	9,359,149	50.11%

*As per the records of the Company, including its register of shareholder/members and other declarations, if any, received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(All amounts in ₹ lacs, unless stated otherwise)

f) Details of promoters shareholders holding in the Company

	As at 31 March 2024		As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
	Number of shares	% Holding	Number of shares	% Holding	% Change during the year	% Change during the year
Mr. Hemant Bharat Ram	9,359,149	50.11%	9,359,149	50.11%	0.00%	0.03%
Mr. Sumant Bharat Ram	6	0.00%	6	0.00%	0.00%	0.00%
Mr. Rahil Bharat Ram	2	0.00%	2	0.00%	0.00%	0.00%
Mr. Yuv Bharat Ram	10	0.00%	10	0.00%	0.00%	0.00%

(g) Details of shares issued for consideration other than cash :

Issued, subscribed and fully paid up shares includes 1,86,77,749 equity shares issued during the financial year ended 2019-20, pursuant to the Scheme of Arrangement between DCM Limited and DCM Nouvelle Limited, for the demerger of the Textile Division of DCM Limited, on a going concern basis with effect from 1 April 2019 (i.e. the appointed date) to the shareholders holding shares of DCM Limited without any consideration being received in cash. Apart from this, the Company has not issued any bonus shares, shares for consideration other than cash or bought back shares during any year since its inception.

16. Other equity

Particulars	As at 31 March 2024	As at 31 March 2023
Securities premium		
Balance as at the beginning of year	5,518.63	5,518.63
Balance as at the end of year	5,518.63	5,518.63
Retained earnings		
Balance at the beginning of the year	24,501.98	23,259.59
Add: transferred from statement of profit and loss	(326.37)	1,228.81
Add: other comprehensive income	(7.02)	13.58
Balance at the end of the year	24,168.59	24,501.98
Total	29,687.22	30,020.61

Nature and purpose of other equity:**Securities Premium**

Securities premium is used to record premium on issue of shares. This amount is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

Retained earnings of the Company are kept aside out of the Company's profits to meet future (known or unknown) obligations.

17. Non-current financial liabilities-borrowings

Particulars	As at 31 March 2024	As at 31 March 2023
Secured loans from banks		
Term loan	9,756.15	10,552.06
Total non-current borrowings	9,756.15	10,552.06
Less: current maturities of non-current borrowings (refer note 21)	1,504.09	798.69
	8,252.06	9,753.37

(All amounts in ₹ lacs, unless stated otherwise)

Details of security, terms of repayment and interest rate on the borrowings is provided below:

- (a) Term loan aggregating to ₹ 82.10 lacs (31 March 2023: ₹ 123.35 lacs) is secured by first charge created on all property, plant and equipments, alongwith the second charge created for availing cash credit, packing credit and Bill discounting facilities described in note 21, on entire current assets both existing as well as future and an equitable mortgage by deposit of title deed of Hisar land admeasuring 267.625 acres and all the immovable assets including building, both present and future. The same is repayable in equated quarterly installment. The loan carries an interest rate ranging between 7.65%-8.60% per annum (31 March 2023: 7.60%-7.95% per annum). Also, refer note 47 for details of assets pledged as security.
- (b) Term loan aggregating to ₹ 379.49 lacs (31 March 2023: ₹ 509.33 lacs) is secured by first charge created on all property, plant and equipments, alongwith the second charge created for availing cash credit, packing credit and Bill discounting facilities described in note 21, on entire current assets both existing as well as future and an equitable mortgage by deposit of title deed of Hisar land admeasuring 267.625 acres and all the immovable assets including building, both present and future. The same is repayable in equated quarterly installment. The loan carries an interest rate of 9.05% per annum (31 March 2023: 7.90%-9.05% per annum). Also, refer note 47 for details of assets pledged as security.
- (c) Term loan aggregating to ₹ 9,262.63 lacs (31 March 2023: ₹ 9,871.16 lacs) is secured by first charge created on all property, plant and equipments, alongwith the second charge created for availing cash credit, packing credit and Bill discounting facilities described in note 21, on entire current assets both existing as well as future and an equitable mortgage by deposit of title deed of Hisar land admeasuring 267.625 acres and all the immovable assets including building, both present and future. The same is repayable in equated quarterly installment. The loan carries an interest rate of 8.00%-8.90% per annum (31 March 2023: 8%-8.50% per annum). Also, refer note 47 for details of assets pledged as security.
- (d) Vehicle loans aggregating to ₹ 31.93 lacs (31 March 2023: ₹ 48.22 lacs) relate to vehicles purchased under financing arrangements with banks/finance institutions and are secured by way of hypothecation of the specified assets. Repayable in equated monthly installments. The loans carry an interest rate ranging between 8.60%-10.05% per annum. (31 March 2023: 8.30%-10.05% per annum)
- (e) There is no continuing default as on the balance sheet date in repayment of loans and interest thereon.
- (f) The holding Company is required to comply with certain debt covenants for HDFC bank, as mentioned in the loan agreement. During the current financial year, there have breaches in certain financial covenants however the borrowing from HDFC bank is of short term in nature which is already classified as current liability. Also, the holding Company has been able to fulfil its obligation in respect to payment of loan EMIs on due dates, and there is no overdue balance as on reporting date. There have been no defaults in payment of borrowings by the holding Company during the year.

18. Non-current financial liabilities-Lease liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liabilities	65.48	82.81
	65.48	82.81

19. Other non-current financial liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Security deposits	14.20	13.80
	14.20	13.80

(All amounts in ₹ lacs, unless stated otherwise)

20. Non-current provisions

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for gratuity (refer note 42)	439.07	405.18
	439.07	405.18

21. Current financial liabilities-borrowings

Particulars	As at 31 March 2024	As at 31 March 2023
Secured loans		
Loans repayable on demand from banks	27,405.15	15,854.78
Current maturities of long-term borrowings (refer note 17)	1,504.09	798.69
Total	28,909.24	16,653.47

Cash credit, Cash credit pledge , packing credit and bill discounting facilities aggregating to ₹ 27,405.15 lacs (31 March 2023: ₹ 15,854.78 lacs) carries interest rate ranging from 8% - 9.90% p.a. for Cash Credit/Pledge facilities, SOFR + 1.00%-1.85% p.a. for Packing Credit in Foreign Currency (PCFC)/Bill Discounting (EBR) Facilities and 7.40%-8.90% p.a. for Packing Credit/Bill Discounting in INR facilities. These are secured by first charge created on entire current assets along with the second charge created on entire fixed assets, both present and future. Also secured by an equitable mortgage of land admeasuring 267.63 acres and all immovable assets including building, situated at Hissar and hypothecation of existing as well as future block of movable assets ranking pari-passu with the charge created for availing term loans as described in note 17. Also, refer note 47 for details of assets pledged as security.

The quarterly returns or statements of current assets filed by the Company with the banks or financial institutions are in agreement with the books of accounts, refer below:

Name of the Bank	Working capital limit sanctioned (in lacs)	Nature of current assets offered as security	Quarter	Amount disclosed as per return (A) (₹ in lacs)	Amount as per books of accounts (B) (₹ in lacs)	Difference (B-A)
PNB Bank	24,200	Entire current assets	Quarter 1	11,984.31	11,984.31	-
			Quarter 2	8,431.77	8,431.77	-
			Quarter 3	6,375.22	6,375.22	-
			Quarter 4	6,325.47	6,325.47	-

22. Trade payables

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables:		
Total outstanding dues of micro enterprises and small enterprises[MSME] (refer note below)	1,367.61	230.09
Total outstanding dues of creditors other than micro enterprises and small enterprises [MSME]	1,461.30	1,775.75
	2,828.91	2,005.84

(All amounts in ₹ lacs, unless stated otherwise)

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
MSME	1133.82	223.33	10.46	-	-	-	1367.61
Othes	1369.11	83.47	5.53	3.06	0.13	-	1461.30
Total	2502.93	306.80	15.99	3.06	0.13	0.00	2828.91

Ageing for trade payables outstanding as at March 31, 2023 is as follows

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
MSME	77.05	153.03	-	-	-	-	230.08
Others	409.12	1363.99	0.66	1.75	0.18	0.06	1775.76
Total	486.17	1517.02	0.66	1.75	0.18	0.06	2005.84

Information, as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 for the year ended 31 March 2024 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	As at 31 March 2024	As at 31 March 2023
(a) The principal amount remaining unpaid to any supplier at the end of the year (including creditor for capital goods);	1,381.49	315.57
(b) Interest due remaining unpaid to any supplier at the end of the year;	-	1.79
(c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year;	-	-
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	1.79
(f) 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 MSMED Act, 2006	-	1.79

(All amounts in ₹ lacs, unless stated otherwise)

23. Other current financial liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Employee dues payables	910.48	818.91
Creditors for capital goods	-	-
Payable to micro enterprises and small enterprises*	13.88	87.27
Payable to other than micro enterprises and small enterprises	34.70	169.12
Security deposits received	0.59	0.54
Others	5.15	-
	964.80	1,075.84

* Refer note 22

24. Other current liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Statutory dues payables	132.71	192.35
Other liabilities#	119.07	30.00
Total	251.78	222.35

Other Liability includes liability towards corporate social responsibility of ₹ 119.07 Lacs (31 March 2023 ₹ Nil)

25. Contract liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Revenue received in advance	343.22	154.65
	343.22	154.65

The company is expected to recognise revenue within one year.

26. Current provisions

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Provision for gratuity (refer note 42)	275.17	260.64
Provision for compensated absences (refer note 42)	265.89	253.68
Provision against TUF Scheme (refer note 37)	282.28	282.28
Provision against electricity duty on open access power (refer note 41)	396.46	396.45
	1,219.80	1,193.05

(All amounts in ₹ lacs, unless stated otherwise)

27. Revenue from operations

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Sale of product (Cotton yarn)		
Domestic		
Domestic sales	47,126.60	49,078.75
Export sales	48,099.41	28,026.98
	95,226.01	77,105.73
Other operating revenues		
Process waste sale	10,042.22	7,882.02
Duty drawback and other export incentives	2,716.58	1,377.43
Other scrap sales	109.15	75.63
	12,867.95	9,335.08
Revenue from operations	108,093.96	86,440.81

Disclosures on revenue pursuant to Ind AS 115 - Revenue from contracts with customers

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Contract Balances		
Receivables- trade receivables (refer note 8)	11,464.34	5,896.83
Contract liabilities- advances from customers (refer note 25)	343.22	154.65

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance.

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(b) Reconciliation of revenue from sale of products with the contracted price		
Contracted price	95,652.07	77,497.24
Reduction towards variable consideration components*	(426.06)	(391.51)
Sale of products	95,226.01	77,105.73

*The adjustments are made to the contract price comprises of cash discounts and credit.

(c) Disaggregation of revenue

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography.

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue by geography		
Domestic	47,126.60	49,078.75
Export	48,099.41	28,026.98
Total	95,226.01	77,105.73

(All amounts in ₹ lacs, unless stated otherwise)

(d) Significant changes in contract assets and liabilities

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening balance	154.65	51.67
Add: addition during the year	343.22	154.65
Less: revenue recognised during the year from opening liability	154.65	51.67
Closing balance	343.22	154.65

28. Other income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on financial assets at amortised cost		
- Other interest income	77.20	76.20
Net gain on foreign currency transactions	511.31	321.96
Profit on sale of property, plant and equipment (net)	5.84	9.02
Miscellaneous balances written back	10.82	127.76
Miscellaneous income	59.37	48.21
Total	664.54	583.15

29. Cost of raw materials consumed

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the beginning of the year	13,406.40	14,410.23
Add: purchases during the year	89,087.54	69,624.14
	102,493.94	84,034.37
Less: Inventories at the end of the year	19,262.82	13,406.40
Cost of raw materials consumed	83,231.12	70,627.97

30. Changes in inventories of finished goods and work-in-progress

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the end of the year:		
Finished goods- cotton yarn	4,531.59	7,025.77
Work in progress	1,264.98	1,388.97
Scrap	1,235.66	861.74
Total	7,032.23	9,276.48
Inventories at the beginning of the year:		
Finished goods- cotton yarn	7,025.77	5,769.93
Work in progress	1,388.98	1,137.47
Scrap	861.74	520.87
Total	9,276.49	7,428.27
(Increase)/decrease in inventory	2,244.26	(1,848.21)

(All amounts in ₹ lacs, unless stated otherwise)

31. Employee benefits expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries and wages	5,346.15	4,599.67
Contribution to provident and other funds	404.41	352.43
Gratuity expense (refer note 43)	120.33	116.54
Staff welfare expenses	173.93	114.91
Total	6,044.82	5,183.55

32. Finance costs

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expenses on:		
- Borrowings	1,856.91	419.57
- Lease Liability	6.18	5.59
Other borrowing costs*	653.92	196.78
Total	2,517.01	621.94

*primarily includes processing fee and interest expense on bill discounting of export documents.

33. Depreciation expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on property, plant and equipment	2,286.36	1,000.93
Depreciation on right of use assets	24.39	0.76
Depreciation on intangible assets	0.04	-
Total	2,310.79	1,001.69

(All amounts in ₹ lacs, unless stated otherwise)

34. Other expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Consumption of stores and spare parts	2,106.34	1,559.65
Power, fuel and water	6,931.29	4,469.89
Rent	33.72	15.28
Repairs and maintenance		
- Building	66.23	84.62
- Plant and machinery	126.76	71.93
- Others	16.82	29.18
Freight and forwarding	1,801.09	1,751.62
Insurance	118.03	97.96
Rates and taxes	44.87	52.37
Directors' sitting fees (refer note 44)	25.00	24.50
Legal and professional	179.87	238.42
Payment to Auditor (refer note (i) below)	29.44	26.65
Travelling and conveyance	139.37	149.80
Commission to selling agents	549.18	295.86
Security expenses	138.06	113.68
Corporate social responsibility expenses (refer note 45)	151.72	138.15
Provision against TUF subsidy (refer note 38)	1.86	1.86
Allowance for doubtful advances	73.13	-
Miscellaneous expenses	181.29	198.46
Total	12,714.07	9,319.88
(i) Payment to Auditor		
Statutory audit fee	14.70	12.00
Tax audit fee	1.00	1.00
Other services	11.50	11.50
Re-imbursement of expenses	2.24	2.14
Total	29.44	26.64

35. Exceptional items

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Loss on sale of immovable properties*	-	294.08
Total	-	294.08

*During the previous year, the company has sold/agreed to sale certain immovable properties resulting in the loss.

(All amounts in ₹ lacs, unless stated otherwise)

36. Income tax expense

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

Statement of Profit and loss:

(a) Profit and loss

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current tax		
Current income tax charge	-	72.24
Tax relating to earlier years	30.46	9.30
	30.46	81.54
Deferred tax:		
In respect of current year	75.56	575.47
Income tax expense reported in the statement of profit and loss	106.02	657.01

(b) Other comprehensive income (OCI)

Deferred tax related to items recognised in OCI during the year

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Items that will not be reclassified to profit or loss		
Re-measurement (loss)/gain of defined benefit obligations	(9.38)	18.15
Income tax relating to remeasurement of defined benefit obligations	(2.36)	4.57
Net other comprehensive income not to be reclassified subsequently to profit or loss, net of income tax	(7.02)	13.58

(c) Reconciliation of effective tax rate

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before income-tax expense	199.02	2,084.06
Amount of tax at statutory income tax rate @ 25.17% (31 March 2023: 25.17%)	50.10	524.52
Non deductible expenses for tax purposes:		
Impact of non deductible expenses	36.71	109.31
Others	19.21	23.18
At the effective income tax rate	106.02	657.01
Income tax expenses reported in the statement of profit and loss	106.02	657.01

(All amounts in ₹ lacs, unless stated otherwise)

37. Government grants

Particulars	31 March 2024	31 March 2023
Balance at the beginning of the year	291.18	318.97
Government grant received during the year	2,461.89	1,361.35
Released to the Statement of Profit and Loss	2,716.58	1,377.43
Impairment allowance*	(45.74)	(43.87)
Closing balance	500.13	291.18
Current portion	500.13	291.18

Nature of Government grants (refer note 12)

Particulars	As at 31 March 2024	As at 31 March 2023
TUF scheme	119.85	121.72
Export incentives (RoDTEP/duty drawback)	380.28	169.46
Total	500.13	291.18

* The holding Company has been accruing interest subsidy on the term loan taken for installation of plant and machinery, eligible under Technology Upgradation Fund ("TUF") schemes issued by the Ministry of Textiles. During the financial year 2019-20, inspection had been carried out by authorities and shared its draft observations with the Company, in respect of the certain interpretations made in the earlier years for computation of TUF subsidy. Basis such discussions with the authorities and draft observations received, the management had recorded a provision of ₹ 282.28 lacs including interest during the financial year 2019-20 in respect of the amounts which had already been received in the prior years by the Company and have, also, recognised total accumulated impairment allowance of ₹ 45.74 lacs (upto 31 March 2023: ₹ 43.87 lacs) against liabilities payable to the authorities in respect of TUF subsidy in the current year. This has led to recognition of expense of ₹ 1.86 lacs (31 March 2023: ₹ 1.86 lacs) in the Statement of Profit and Loss. The Company has filed writ petition in 2020 before High Court of Delhi challenging the recovery of the interest subsidy. The respondents have filed reply and hearing is underway. The next date of hearing is 26.07.2024. The Company, as an interim measure has deposited ₹ 190.82 lacs with the Registrar General of High Court of Delhi.

38. Earnings per share (EPS)

Basic earnings per share are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted earnings per share are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit attributable to equity holders	(409.59)	1,166.05
Weighted average number of equity shares for basic and diluted earning per share	18,677,749	18,677,749
Basic and diluted earnings per share (Face value per equity share ₹ 10 each) (in ₹)	(2.19)	6.24

(All amounts in ₹ lacs, unless stated otherwise)

39. Segment Information

The Board of Directors and the Managing Director of the Company together as a Group constitute the "Chief Operating Decision Makers" (CODM) and allocate resources to and assess the performance of the segments of the Group.

The Group has identified the following operating segments based on the organizational structure and for which discrete financial information including segment results is available:

- textiles
- chemicals

The measurement principles of segments are consistent with those used in significant accounting policies.

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
1 Segment revenue		
(a) textiles	108,087.66	86,440.81
(b) chemicals	6.30	-
Total Segment revenue	108,093.96	86,440.81
2 Segment profits		
(a) textiles	199.02	2,084.05
(b) chemicals	(368.70)	(261.49)
Total segment results before tax	(169.68)	1,823.06
Less inter segment elimination	133.90	-
Total profit before tax	(303.58)	1,823.06
3 Segment assets		
(a) Textiles	75,406.93	63,909.83
(b) Chemicals	9,098.23	2,831.03
(c) Elimination of inter segment assets	(8,200.86)	(2,068.87)
Total segment assets	76,304.30	64,671.99
4 Segment liabilities		
(a) Textiles	43,214.63	31,802.75
(b) Chemicals	3,562.36	259.13
(c) Elimination of inter segment liabilities	(2917.80)	(4.08)
Total segment liabilities	43,859.19	32,057.80
5 Segment revenue- Geographical information		
(a) Textiles		
India	59,988.25	58,413.83
Rest of the world	48,099.41	28,026.98
Sub-total (a)	108,087.66	86,440.81
(b) Chemicals		
India	6.30	-
Rest of the world	-	-
Total (a)+(b)	-	-
Total (a)+(b)	6.30	-

During the year ended 31 March 2024, there is no single customer who contributes 10% or more to the Group's revenue.

(All amounts in ₹ lacs, unless stated otherwise)

40. Contingent liabilities and commitments

A. Contingent liabilities in respect of:

Particulars	As at 31 March 2024	As at 31 March 2023
Claim against the Company not acknowledged as debts		
- Claim by employees	20.45	20.45
- Demand raised by ESIC Department	0.79	0.79

All the above matters are subject to legal proceedings in the ordinary course of business. The Group, based on discussions with the solicitors believes that it has a good chance of success in above-mentioned cases and hence, no provision is considered necessary.

B. Commitments

Particulars	As at 31 March 2024	As at 31 March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	657.85	663.07

41. Provision against electricity duty on open access power

The holding Company has filed writ petition in 2014 before Punjab And Haryana High Court challenging the charge of electricity duty on the power purchased through inter-state short term open access. Dakshin Haryana Bijli Vitran Nigam (DHBVN) issued a sales circular no. 7/2010 clarifying the levy of electricity duty @ ₹ 0.10/KWH chargeable to the short term open access consumers on the power contracted and drawn. This has been challenged by the holding Company in front of "High Court of Punjab and Haryana" at Chandigarh and order is pending. Further, on a prudent basis, the holding Company is carrying provision of ₹ 396.46 lacs (31 March 2023: ₹ 396.45 lacs) (refer note 26) in the consolidated financial statements equivalent to the amount under dispute.

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	396.45	396.33
Addition during the year	0.01	0.12
Balance at the end of the year	396.46	396.45

42. Employee benefits

A. Defined contribution plans

The Company deposits an amount determined at a fixed percentage of basic pay every month to the provident fund and employee state insurance (ESI) for the benefit of the employees.

Amount recognised in the statement of profit and loss is as follows (refer note 31):

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Contribution to provident fund	268.07	240.59
Contribution to superannuation fund	40.50	35.54
Contribution to Employee's state insurance	95.84	76.30
Total	404.41	352.43

(All amounts in ₹ lacs, unless stated otherwise)

B Defined benefit plans

In accordance with the Payment of Gratuity Act, 1972, the Company has a defined benefit gratuity plan. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. Gratuity liability is accrued based on actuarial valuation at the balance sheet date carried out by an independent actuary.

The reconciliation of opening and closing balances of the present value of the defined benefit obligations are as below:

i) Reconciliation of present value of defined benefit obligation

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Obligations at the beginning of year	665.82	733.81
Current service cost	71.32	61.80
Interest cost	49.01	52.69
Amount recognised in statement of profit and loss	120.33	114.49
Remeasurements		
Actuarial loss/(gain) recognised in other comprehensive income	9.38	(18.15)
Benefits paid	(81.29)	(164.33)
Obligation at the end of year	714.24	665.82
Non-current	439.07	405.18
Current	275.17	260.64

ii) Liabilities recognised in the balance sheet

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Defined benefit liability- Gratuity	714.24	665.82
Non current	439.07	405.18
Current	275.17	260.64
Total	714.24	665.82

iii) Defined benefit obligations cost for the year :

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	71.32	61.80
Interest cost	49.01	52.69
Actuarial loss/(gain) recognised in other comprehensive income	9.38	(18.15)
Net cost	129.71	96.34

(All amounts in ₹ lacs, unless stated otherwise)

iv) Actuarial assumptions :

The Principal assumptions used at the reporting date (expressed as weighted averages):

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Financial assumptions		
Discount rate per annum	7.23%	7.36%
Future salary growth rate	5.00%	5.00%
Demographic assumptions		
Retirement age (years)	58 years	58 years
Mortality rates inclusive of provision for disability	"IALM(2012-14) ultimate"	"IALM(2012-14) ultimate"
Attrition rate		
Upto 30 years	5.84%	5.84%
31 to 44 years	2.19%	2.19%
Above 44 years	0.73%	0.73%

Note: As at 31 March 2024, the weighted average duration of the defined benefit obligation was 16.23 years (31 March 2023: 16.36 years)

v) Bifurcation of actuarial gain/loss on obligation

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial (gain)/loss on arising from change in financial assumption	5.27	(7.29)
Actuarial (gain)/loss on arising from change in experience assumption	4.11	(10.86)

vi) Expected contributions to the fund in next year :

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Gratuity	127.43	117.41

vii) Sensitivity analysis

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

Particulars	As at 31 March 2024		As at 31 March 2023	
	Increase in obligation	Decrease in obligation	Increase in obligation	Decrease in obligation
Discount rate per annum (0.50 %)	(20.27)	21.93	(19.76)	21.33
Future salary growth rate (0.50 %)	22.30	(20.78)	21.72	(20.29)

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

(All amounts in ₹ lacs, unless stated otherwise)

viii) Maturity profile

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date:

Particulars	31 March 2024	31 March 2023
Year 1	275.17	260.64
Year 2	19.29	21.52
Year 3	24.42	12.43
Year 4	40.26	22.23
Year 5	47.32	33.90
Year 6	20.24	50.19
Next to 6 years	287.54	264.91

ix) Description of Risk Exposures:

The gratuity scheme is a final salary Defined Benefit Plan that provides for lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The plan design means the risk commonly affecting the liabilities and the financial results are expected to be:

- Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds, if bond yield fall, the defined benefit obligation will tend to increase
- Salary inflation risk:** Higher than expected increases in salary will increase the defined benefit obligation.
- Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria.

43. Related party disclosures:

In accordance with the requirements of Ind AS 24 on Related Party Disclosures, the names of the related party where control/ability to exercise significant influence exists, along with the aggregate amount of transactions and year end balances with them as identified and certified by the management are given below:

List of related parties and nature of relationship where control exists

Key management personnel	Relationship
1. Dr. Vinay Bharat Ram	Executive Director
2. Dr. Meenakshi Nayar	Chairperson and Independent Director
3. Mr. Hemant Bharat Ram	Managing Director
4. Mr. Jitendra Tuli	Non-Executive Director
5. Mr. Kulbir Singh	Independent Director
6. Mr. Rakesh Goel	Non-Executive Director
7. Mr. Vivek Chhachhi	Independent Director
8. Mr. Chetan Prakash Jain	Non-Executive Director (w.e.f. 03 Jan, 2024)
9. Mr. Vivek Kaushal	Chief Executive Officer (w.e.f. 28 May, 2024)
10. Mr. Sarvesh Khanna	Chief Executive Officer (w.e.f. 03 May, 2024)
11. Mr. Sandeep Kumar Jain	Chief Financial Officer
12. Mr. Mohd. Sagir	Company Secretary

(All amounts in ₹ lacs, unless stated otherwise)

Enterprise over which directors and KMPs having control or significant influence

The Delhi Golf Club
Candle Techserv Private Limited
H T M Educational Society
DCM Limited

Post employment benefit entity

DCM Nouvelle Limited Superannuation Trust

Transactions with related parties

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Sundry credit balance written back		
DCM Limited	-	127.69
Advance receivable in cash or in kind		
Mr. Mohd. Sagir	5.00	3.00
Professional fee		
Candle Techserv Private Limited	6.50	15.60
Mr. Chetan Prakash Jain	1.10	-
Advance to post employment benefits		
DCM Nouvelle Limited Superannuation Trust	40.50	34.96
Equity investment received in the subsidiary company		
Mr. Hemant Bharat Ram	247.92	786.17
CSR expenses		
The Delhi Golf Club	-	61.00
H T M Educational Society	44.65	26.41

Transactions with key management personnel

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Remuneration paid to key managerial personnel		
Salary, allowance and contribution to provident fund	515.19	747.11
Director sitting fees	25.00	24.50
Post-employment defined benefit plan	245.78	347.52
Other long term defined benefit plan	42.19	60.89
Total compensation paid/payable to key management personnel	828.16	1,180.02

(All amounts in ₹ lacs, unless stated otherwise)

Year end balances

Particulars	As at 31 March 2024	As at 31 March 2023
Receivable		
Mr. Mohd. Sagir	3.80	1.35
Payables		
Candle Techserv Private Limited	-	1.17
DCM Nouvelle Limited Superannuation Trust	2.71	3.28
Director sitting fee payable	5.00	4.50
Salary payable	25.65	15.16

Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and on arm's length basis.

44. Ind AS 116 - Leases

During the last year, the Group adopted Ind AS 116 "Leases" and applied the standard to all lease contracts. The Group has entered into 99 years lease at Industrial Township DMIC Vikram Udhypuri Ltd, Village Narvar, Ujjain, Madhya Pradesh. ROU are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date and any initial direct costs less any lease incentives received. Lease liabilities were recognized based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

With the exception of short-term leases, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. There are no variable lease payments included in the agreement.

a. Set out below are the carrying amounts of right-of-use assets recognized and the movements during the year:

Particulars	31 March 2024	31 March 2023
Balance at the beginning of the period	1,313.70	-
Additions during the period	-	1,314.46
Deletions/adjustment during the period	12.60	-
Depreciation expense during the period	24.39	0.76
Balance at the end of the year	1,276.71	1,313.70

b. The movement in lease liabilities during the period is as follows :

Particulars	31 March 2024	31 March 2023
Balance at the beginning of the year	82.81	-
Additions during the period	-	83.40
Finance cost accrued during the period	6.18	5.59
Deletions during the period	12.77	-
Payment of lease liabilities during the period	5.59	6.18
Balance at the end of the period	70.63	82.81

(All amounts in ₹ lacs, unless stated otherwise)

c. The details of the contractual maturities of lease liabilities on an undiscounted basis are as follows :

Particulars	31 March 2024	31 March 2023
Not later than 1 year	6.18	6.18
Later than 1 year and not later than 5 years	24.72	24.72
Later than 5 years	39.72	568.64

d. The following is the break-up of current and non-current Lease liabilities:

Particulars	31 March 2024	31 March 2023
Current lease liabilities	5.15	-
Non-current lease liabilities	65.48	82.81
Closing balance	70.63	82.81

e. The following are recorded in the statement of profit and loss:

Particulars	31 March 2024	31 March 2023
Depreciation on ROU Asset	24.39	0.76
Interest on lease liabilities	6.18	5.59
Closing balance	30.57	6.35

f. Total cash outflow in respect of leases in the year amounting to ₹ 5.59 lacs (31 March 2023 ₹ 6.18 lacs)

45. Corporate Social Responsibility (CSR)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) Gross amount required to be spent by the Company during the year	151.72	141.58
Excess of previous year carried forward as per sec 135 of Companies Act 2013	0.79	4.22
Balance amount required to be spent during the year	150.93	137.36
(ii) Amount spent during the year:		
Promotion of education	47.65	123.15
(iii) Unspent amount required to be deposited in a designated bank account, in terms of section 135(6) of the Companies Act, 2013	103.28	15.00
(iv) The Company has contributed CSR to HTM Educational Society, a related party covered under Ind AS 24, Related party disclosures.	47.65	123.15

(v) The Group has one ongoing project to set up Artificial Intelligence Lab (AI) through implementing agency IIT, Delhi. In case of Section 135(6)(Ongoing project), details are given below:

Projects	Opening Balance in separate CSR Account	Amount required to be spent during the year	Amount spent during the year	Closing balance in separate CSR Account
i) Set up Artificial Intelligence Lab	15.00	-	-	15.00
ii) Renovation of Auditorium and Road for HTM school	-	103.28	-	103.28

(All amounts in ₹ lacs, unless stated otherwise)

46. Fair value measurement of financial instruments

a. Financial instruments – by category and fair values hierarchy

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy.

i. As on 31 March 2024

Particulars	Carrying value				Fair value measurement using			
	FVTPL	FVOCI	At cost	Amortised	Total	Level 1	Level 2	Level 3
Financial assets								
Current								
Trade receivables *	-	-	-	11,464.34	11,464.34	-	-	-
Cash and cash equivalents *	-	-	-	73.69	73.69	-	-	-
Bank balances other than Cash and cash equivalents*	-	-	-	26.95	26.95	-	-	-
Loans *	-	-	-	40.62	40.62	-	-	-
Other financial assets *	-	-	-	509.67	509.67	-	-	-
Total	-	-	-	12,115.27	12,115.27	-	-	-
Financial liabilities								
Non-current								
Borrowings #	-	-	-	8,252.06	8,252.06	-	-	-
Lease Liability	-	-	-	65.48	65.48	-	-	-
Other financial liabilities *	-	-	-	14.20	14.20	-	-	-
Current								
Borrowings #	-	-	-	28,909.24	28,909.24	-	-	-
Trade payables *	-	-	-	2,828.91	2,828.91	-	-	-
Other current financial liabilities*	-	-	-	964.80	964.80	-	-	-
Total	-	-	-	41,034.69	41,034.69	-	-	-
Assets for which fair value are disclosed								
Investment Property	-	-	-	-	-	-	-	-

(All amounts in ₹ lacs, unless stated otherwise)

i. As on 31 March 2023

Particulars	FVTPL	Carrying value			Total	Fair value measurement using		
		FVOCI	At cost	Amortised		Level 1	Level 2	Level 3
Financial assets								
Non-current	-	-	-	-	-	-	-	-
Current								
Trade receivables *	-	-	-	5,896.83	5,896.83	-	-	-
Cash and cash equivalents	-	-	-	502.23	502.23	-	-	-
Loans *	-	-	-	48.33	48.33	-	-	-
Other financial assets *	-	-	-	330.89	330.89	-	-	-
Total	-	-	-	6,778.28	6,778.28	-	-	-
Financial liabilities								
Non-current								
Borrowings #	-	-	-	9,753.37	9,753.37	-	-	-
Lease Liability	-	-	-	82.81	82.81	-	-	-
Other financial liabilities *	-	-	-	13.80	13.80	-	-	-
Current								
Borrowings #	-	-	-	16,653.47	16,653.47	-	-	-
Trade payables *	-	-	-	2,005.84	2,005.84	-	-	-
Other current financial liabilities *	-	-	-	1,075.84	1,075.84	-	-	-
Total	-	-	-	29,585.13	29,585.13	-	-	-
Assets for which fair value are disclosed								
Investment Property ##	-	-	-	-	-	-	-	-

* The carrying amounts of trade receivables, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, loans and other financial assets and liabilities, approximates the fair values, due to their short-term nature. The carrying value of loans and other non-current financial assets and other non-current financial liabilities approximates the fair values as on the reporting date.

The Company's borrowings have been contracted at floating rates of interest. Accordingly, the carrying value of such borrowings (including interest accrued but not due) approximates fair value.

For valuation techniques and inputs used, refer note 4 of financial statements

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows: Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date. Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs for the asset or liability.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values. There have been no transfers between Level 1, Level 2 and Level 3 for the years ended 31 March 2024 and 31 March 2023.

(All amounts in ₹ lacs, unless stated otherwise)

b. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk; and
- Market risk

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors have authorised senior management to establish the processes, who ensures that executive management controls risks through the mechanism of properly defined framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities.

(i) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables (net of allowances for expected credit loss)	11,464.34	5,896.83
Cash and cash equivalents	73.69	502.23
Balances other than cash and cash equivalents	26.95	-
Loans	40.62	48.33
Other financial assets	509.67	330.89

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

The maximum exposure to the credit risk at the reporting date is primarily from domestic trade receivables as export receivables are secured through letter of credit and are derived from revenue earned from customers primarily located to China and Bangladesh. Domestic trade receivables are generally unsecured and are derived from revenue earned from customers primarily located in India. The Company continuously monitors the economic environment in which it operates. The Company manages its Credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

Majority of trade receivables are from customers, which are fragmented and are not concentrated to individual customers. Trade receivables are generally realised within the credit period.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience (including of the period prior to acquisition of the related business) and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and are not expected to be recoverable. Ageing matrix is disclosed below:

(All amounts in ₹ lacs, unless stated otherwise)

The Company's exposure to credit risk and loss allowance for trade receivables are as follows:

Particulars	Gross carrying amount as at 31 March 2024	Expected loss rate	Expected Credit Loss	Carrying amount of trade receivables (net of impairment) as at 31 March 2024	Gross carrying amount as at 31 March 2023	Expected loss rate	Expected Credit Loss	Carrying amount of trade receivables (net of impairment) as at 31 March 2023
0-30 days due	4,986.28	0%	-	4,986.28	2,603.06	0%	-	2,603.06
31-90 days past due	4,900.29	0%	-	4,900.29	3,009.11	0%	-	3,009.11
91 to 180 days past due	1,467.66	0%	-	1,467.66	282.54	0%	-	282.54
More than 180 days past due	186.59	0%	-	186.59	2.12	0%	-	2.12
More than 365 days past due	103.36	100%	103.36	-	106.71	100%	106.71	-
Total	11,644.18	-	103.36	11,540.82	6,003.54	-	106.71	5,896.83

The credit risk for cash and cash equivalents, balances other than cash and cash equivalents, loans and Other financial assets is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

Movement in the allowance for impairment in respect of trade receivables*:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Balance at the beginning of the year	106.71	106.71
Add: impairment loss recognised	74.13	-
Less: loss allowance reversed	1.00	-
Balance at the end of the year	179.84	106.71

*refer note 8 for the ageing analysis of impairment recognised in respect of trade receivables.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company believes that its liquidity position, anticipated future internally generated funds from operations, and its fully available, revolving undrawn credit facility will enable it to meet its future known obligations in the ordinary course of business. However, if a liquidity needs were to arise, the Company believes it would be able to approach and materialise new financing arrangements, which should enable it to meet its ongoing capital, operating, and other liquidity requirements. The Company will continue to consider various borrowing or leasing options to maximise liquidity and supplement cash requirements as necessary.

The Company's liquidity management process as monitored by management, includes the following:

- Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.
- Maintaining diversified credit lines.

(All amounts in ₹ lacs, unless stated otherwise)

I. Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting year:

Particulars	As at 31 March 2024	As at 31 March 2023
From banks	6,634.30	13,371.92

II. Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the 31 March 2024. The amounts are gross and undiscounted:

Particulars	Carrying amount	Contractual cash flows			Total
		Less than one year	Between one year and five years	More than 5 years	
Non-current liabilities					
Borrowings*	37,161.30	31,208.77	8,282.55	1,799.20	41,290.52
Other financial liabilities*	979.00	966.05	16.70	-	982.75
Trade payables	2,828.91	2,828.91	-	-	2,828.91
Lease Liability	65.48	6.18	24.72	39.72	70.63
Total	41,034.69	35,009.91	8,323.97	1,838.92	45,172.81

The following are the remaining contractual maturities of financial liabilities at the 31 March 2023. The amounts are gross and undiscounted:

Particulars	Carrying amount	Contractual cash flows			Total
		Less than one year	Between one year and five years	More than 5 years	
Non-current liabilities					
Borrowings*	26,406.84	18,281.37	8,372.13	3,748.97	30,402.47
Other financial liabilities*	1,089.64	1,077.04	16.20	-	1,093.24
Trade payables	2,005.84	2,005.84	-	-	2,005.84
Lease Liability	82.81	6.18	24.72	568.64	599.54
Total	29,585.13	21,370.44	8,413.05	4,317.61	34,101.09

*Contractual cash flow includes the interest to be incurred and paid in subsequent periods.

iii. Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities.

(All amounts in ₹ lacs, unless stated otherwise)

Exposure to currency risk

The summary of quantitative data about the Company's exposure to currency risk, as expressed in Indian Rupees, as at 31 March 2024 and 31 March 2023 are as below:

Particulars	As at 31 March 2024	As at 31 March 2023
	Exposure in USD	Exposure in USD
Financial assets		
Trade receivables	11,019.74	5,391.68
Advance to suppliers	-	1.73
Capital Advances	-	-
Total	11,019.74	5,393.41
Financial liabilities		
Borrowings	1,991.29	1,105.72
Trade payables	194.65	87.82
Advance from customers	283.69	146.41
Total	2,469.63	1,339.95

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against below currencies at 31 March 2024 (previous year ended as on 31 March 2023) would have affected the measurement of financial instruments denominated in functional currency and affected equity and profit or loss by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	Profit or (loss) before tax		Credit or (debit) to equity (net of tax)	
	Strengthening of USD	Weakening of USD	Strengthening of USD	Weakening of USD
1% depreciation/appreciation in Indian Rupees against following foreign currencies:				
For the year ended 31 March 2024				
USD	85.50	(85.50)	63.98	(63.98)
Total	85.50	(85.50)	63.98	(63.98)
For the year ended 31 March 2023				
USD	40.53	(40.53)	30.33	(30.33)
Total	40.53	(40.53)	30.33	(30.33)

USD: United States Dollar

Foreign exchange derivative contracts

The Company uses derivative financial instruments exclusively for hedging financial risks that arise from its commercial business or financing activities. The Company's Corporate treasury team manages its foreign currency risk by hedging transactions that are expected to occur within 1 to 12 months for hedges of forecasted sales and purchases. When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions, the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency. All identified exposures are managed as per the policy duly approved by the Board of Directors.

(All amounts in ₹ lacs, unless stated otherwise)

The following table details the foreign currency derivative contracts outstanding at the end of the reporting year:

Outstanding contracts	Number of Deals		Contract value of foreign currency (USD in lacs)		Maturity upto 12 months (₹ in lacs)	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
USD/INR sell/Purchase forward	-	11	-	103.91	-	8,599.88

The following table demonstrates the Company's sensitivity to 1% increase and decrease in the ₹ against the relevant foreign currency. The sensitivity analysis includes only outstanding forward exchange contracts as tabulated above and adjusts their translation at the period end for 1% change in foreign currency rates. A positive number below indicates an increase in profit before tax or vice-versa.

Particulars	Profit or (loss) before tax		Credit or (debit) to equity (net of tax)	
	Strengthening of USD	Weakening of USD	Strengthening of USD	Weakening of USD
1% depreciation/appreciation in Indian Rupees against following foreign currencies:				
For the year ended 31 March 2024				
USD	-	-	-	-
Total	-	-	-	-
For the year ended 31 March 2023				
USD	(86.00)	86.00	(64.35)	64.35
Total	(86.00)	86.00	(64.35)	64.35

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which exposes the Company to cash flow interest rate risk.

Exposure to interest rate risk

The Company's interest rate risk arises majorly from the term loans from banks carrying floating rate of interest. These obligations expose the Company to cash flow interest rate risk. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

Variable-rate instruments	As at 31 March 2024	As at 31 March 2023
Term loans from banks	9,756.15	10,552.06
Loans repayable on demand from banks	27,405.15	15,854.78
Total	37,161.30	26,406.84

(All amounts in ₹ lacs, unless stated otherwise)

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points (bps) in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Profit or (loss) before tax		Credit or (debit) to equity (net of tax)	
	increase	decrease	increase	decrease
Interest on term loans from banks				
For the year ended 31 March 2024	(292.03)	292.03	(218.53)	218.53
For the year ended 31 March 2023	(80.43)	80.43	(60.19)	60.19

47. Assets pledged as security

The carrying amounts of asset pledged as security for current and non-current borrowings are:

Particulars	As at 31 March 2024	As at 31 March 2023
Current		
Financial assets		
i) Trade receivables	11,464.34	5,896.83
ii) Cash and cash equivalent	73.69	502.23
iii) Bank balances other than (ii) above	26.95	-
iv) Loans	40.62	48.33
v) Other financial assets	509.67	330.89
Non-financial assets		
i) Inventories	26,430.85	22,805.65
ii) Other current assets	2,933.53	1,904.68
iii) Assets held for sale	-	1,891.99
Total current assets pledged as security	41,479.65	33,380.60
Non-current		
Non-financial assets		
i) Property, plant and equipment	31,134.01	27,434.75
ii) Intangible and Right to use	1,317.69	-
iii) Other assets	67.69	-
Total non-current assets pledged as security	32,519.39	27,434.75
Total assets pledged as security	73,999.04	60,815.35

48. Capital management

For the purpose of the Company's capital management, capital includes issued equity share capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the management of the Company's capital structure is to maintain an efficient mix of debt and equity in order to achieve a low cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows. The Company monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts adjusted with available cash and bank balances divided by total capital (equity attributable to owners of the Company).

(All amounts in ₹ lacs, unless stated otherwise)

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings	37,161.30	26,406.84
Less: cash and bank balances	100.64	502.23
Adjusted net debt (A)	37,060.66	25,904.61
Total equity (B)	31,554.99	31,888.38
Adjusted net debt to total equity ratio (A/B)	1.17	0.81

49. DCM Nouvelle Specialty Chemicals Limited, subsidiary of the company has entered into lease agreement from DMIC, Ujjain for 99 years in May, 2022 and has completed construction of specialty chemical plant and started commercial production w.e.f 29 March 2024.

50. Relationship with Struck off Companies

The Group has not entered into any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 and do not have any outstanding balance as at the year ended 31 March 2024

51. Additional information as required by paragraph 2 of the general instructions for preparation of consolidated financial statements to schedule III to the act:

(i) (a) Subsidiary

As on 31 March 2024

Name of Entity	Net assets		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income or (loss)	
	Amount	As a % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated comprehensive income
Holding Company								
DCM Nouvelle Limited	32,192.30	99.22%	93.00	-22.71%	(7.02)	100.00%	85.98	-20.64%
Subsidiary Company								
DCM Nouvelle Specialty Chemicals Limited	5,535.87	17.06%	(368.70)	90.02%	-	0.00%	(368.70)	88.50%
Sub-total	37,728.17	-	(275.70)	-	(7.02)	-	(282.72)	-
Non- Controlling Interest	890.12	2.74%	(83.22)	20.32%	-	-	(83.22)	19.98%
Consolidation Adjustment/ Eliminations	(6,173.18)	-19.03%	(50.67)	12.37%	-	-	(50.67)	12.16%
Total	32,445.11	100.00%	(409.59)	100.00%	(7.02)	100.00%	(416.61)	100.00%

(All amounts in ₹ lacs, unless stated otherwise)

As on 31 March 2023

Name of Entity	Net assets		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income or (loss)	
	Amount	As a % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated comprehensive income
Holding Company								
DCM Nouvelle Limited	32,106.32	98.44%	1,427.04	122.38%	13.58	100.00%	1,440.62	122.12%
Subsidiary Company								
DCM Nouvelle Specialty Chemicals Limited	2,571.91	7.89%	(261.49)	-22.43%	-	-	(261.49)	-22.17%
Sub-total	34,678.23	-	1,165.55	-	13.58	-	1,179.13	-
Non- Controlling Interest	725.81	2.23%	(62.76)	-5.38%	-	-	(62.76)	-5.32%
Consolidation Adjustment/ Eliminations	(2,789.85)	-8.55%	63.26	5.42%	-	-	63.26	5.36%
Total	32,614.19	100.00%	1,166.05	100.00%	13.58	100.00%	1,179.63	100.00%

(ii) Non-controlling interest

Set out below is summarized financial information for DCM Nouvelle Specialty Chemicals Limited that has non-controlling interests that are material to the Group. The amounts disclosed for each subsidiary are before inter-company eliminations.

Summarized balance sheet	As at 31 March 2024	As at 31 March 2023
Current assets	1239.29	543.18
Current liability	602.87	176.32
Net current assets	636.42	366.87
Non-current assets	7858.94	2287.84
Non-current liabilities	2959.48	82.81
Net non-current assets	4899.46	2205.03
Total net assets	5535.88	2,571.89
Accumulated non controlling interest	890.12	725.81

Summarized Statement of profit and loss	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue	6.30	-
Profit/(loss) for the period	(368.70)	(261.49)
Other comprehensive income/(loss)	-	-
Total comprehensive income	(368.70)	(261.49)
Gain/(loss) allocated to non controlling interest	(83.22)	(62.76)

(All amounts in ₹ lacs, unless stated otherwise)

Summarized Statement of Cash flows	For the year ended 31 March 2024	For the year ended 31 March 2023
Net cash used in operating activity	(1,099.56)	(293.54)
Net cash flows from investing activity	(5,562.38)	(2,221.50)
Net cash used in financing activity	6277.41	2920.30
Net increase/ (decrease) in cash and cash equivalents	(384.53)	405.26

52. Group information

Information about subsidiary

The Group's details as at 31 March 2023 is set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of the entity	Principal activities	Principal place of business	% voting power/ ownership interest held by the group		% voting power/ ownership interest held by the NCI	
			As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
DCM Nouvelle Specialty Chemicals Limited	Specialty Chemical	India	81.39%	76%	18.61%	24%

53. Other statutory information

- The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Group do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- The Group have not traded or invested in Crypto currency or Virtual Currency during the period/year.
- The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- The Group do not have 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).
- The Group is not declared wilful defaulter by and bank or financials institution or lender during the year.
- The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(All amounts in ₹ lacs, unless stated otherwise)

- The Group has not granted any loans or advances in nature of loan, either repayable on demand or without specifying any terms or period of repayment, to promoters, directors, KMPs and the related parties.

54. Audit Trail

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall only use such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The new requirement is applicable with effect from the financial year beginning on 1 April 2023.

The holding company uses Oracle as the primary accounting software. During the current financial year, the audit trail (edit log) feature for any direct changes made at the database level was not enabled for the accounting software Oracle used for maintenance of all the accounting records by the Company.

In case of subsidiary, based on component Auditor's 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 but the same has not been enabled for recording transaction during the year.

55. Subsequent Event

Subsequent the year end, on 13 May 2024, fire occurred at one of our cotton warehouses at Hisar plant resulting in the damage to the inventory. The financial statements for the year ended 31 March 2024 do not reflect the impact of this event as it occurred after the reporting period. The Company is in process of assessing the complete extent of the damage and the associated monetary impact. Management has insurance coverage against such loss though the exact amount of the recovery is currently undetermined.

The impact of the fire in operations is not expected to have any material bearing on the production facility of the company, and the operations at the plant are not affected. Management has started steps to ensure business continuity and is working closely with insurance providers to process claims.

56. Income Tax Litigation

The holding company has received a notice u/s 148 of Income Tax Act, 1961 for re-assessment of income for the A.Y 2019-20 related to DCM Limited (Merged Entity), on ground of bogus purchase transactions of ₹ 2,590 Lacs. The company has filed the reply in response to the notice received u/s 148 on 19 April 2023.

On 23 March 2024, a show cause notice issued to the company as to why bogus purchase amounting to ₹ 2,590 lacs with M/S shree banke Bihari oil mills during F.Y under consideration should not be treated as unexplained expenditure and added back to total income. Company replied on the show cause notice denying all the claims made by the income tax officer on 25 March 2024.

However, A.O is not satisfied with the reply received from the company and passed order against the company and made an addition to the total income of ₹ 2,590 lacs. Also the amount of demand is not ascertainable and penalty proceedings will be initiated separately. Company has filed an appeal to commissioner(Appeals) against the order passed u/s 147, and the hearing of the appeal is awaited.

(All amounts in ₹ lacs, unless stated otherwise)

57. Previous year's figures have been regrouped or reclassified wherever necessary to correspond with the current year classification/ disclosure, which are not considered material to these consolidated financial statements.

**As per our report of even date attached
For Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner
Membership No. : 504774

Place: New Delhi
Date: 28 May 2024

For and on behalf of the Board of Directors of
DCM Nouvelle Limited

Hemant Bharat Ram
Managing Director
DIN : 00150933

Vivek Kaushal
Chief Executive Officer

Place: New Delhi
Date: 28 May 2024

Dr. Meenakshi Nayar
Chairperson and Director
DIN : 06866256

Sandeep Kumar Jain
Chief Financial Officer
M. No. : 078691

Mohd Sagir
Company Secretary
M. No. : F11061

Notice of 8th Annual General Meeting

NOTICE is hereby given that the 8th Annual General Meeting ('AGM') of the members of DCM NOUVELLE LIMITED ('the Company') will be held on Tuesday, September 17, 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

- 1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports of the Board of Directors' and Auditors' thereon.**

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

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 and the Reports of the Board of Directors' and Auditors' thereon as circulated to the Members, be and are hereby received, considered and adopted."

- 2. Retirement by rotation of Mr. Rakesh Goel (DIN 00226058)**

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Mr. Rakesh Goel (DIN 00226058), who retires by rotation at this Annual General Meeting and, being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

- 3. Ratification of the remuneration of Cost Auditor for the financial year 2024-25**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit

and Auditors) Rules, 2014 (including any statutory modification or reenactment thereof, for the time being in force), M/s. KG Goyal & Associates Cost Accountants, Jaipur, who was appointed as Cost Auditors by the Board of Directors of the Company on the recommendation of the Audit Committee, to conduct the audit of the cost accounting records of the Company for the financial year 2024-25 on a remuneration of Rs. 65,000/- (Rupees Sixty five thousand only) plus applicable taxes besides reimbursement of out of pocket expenses incurred in connection with the aforesaid audit fixed by the Board of Directors be and is hereby ratified and confirmed".

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir

Company Secretary
Membership No: F11061

Date: 23.08.2024
Place: New Delhi

Registered Office

407, Vikrant Tower, 04,
Rajendra Place, New Delhi-110008,
India Tel: 91 1143678490
CIN: L17309DL2016PLC307204
Email: info@dcmnvl.com
Website: www.dcmnvl.com

NOTES FOR MEMBERS' ATTENTION:

- The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of item Nos. 3 in the Notice of the 08th Annual General Meeting ('AGM' or 'Meeting'), is annexed hereto. The Board of Directors ('the Board') have considered and decided to include item nos. 3 as Special Business. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standards on General Meetings, in respect of the Directors seeking appointment / re-appointment at the AGM is furnished as Annexure to this Notice.
- Meeting through VC/OAVM: Ministry of Corporate Affairs ('MCA') vide its Circular No. 09/2023 dated 25th

September 2023 (In continuation with the Circulars issued earlier in this regard) ('MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 (collectively as 'MCA and SEBI Circulars' or 'the Circulars') has allowed conducting AGM through Video Conferencing ('VC') or Other Audio- Visual Means ('OAVM') without the physical presence of Members at a common venue till 30th September 2024. The MCA Circulars prescribe the procedures and manner of conducting the AGM through VC/OAVM. In compliance with the applicable provisions of the Act and MCA Circulars, the AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/ OAVM is as per note no.21 and available at the Company's website www.dcmnvl.com.

- Members who are shareholders as on Tuesday, 10th September 2024, ('cut-off date') can join the AGM 30 minutes before the commencement of the AGM i.e. at 10:30 A.M. and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice.

The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first serve basis.

Members attending the Meeting through VC/OAVM will be counted for the purposes of quorum under Section 103 of the Act.

- The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 407, Vikrant Tower, 04, Rajendra Place, New Delhi-110008, India, which shall be deemed venue of the AGM. The route map for the venue of the AGM is therefore not annexed to this Notice.
- Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the

Members may be appointed for the purpose of voting through remote e-Voting through Board / Governing body resolution / Authorisation etc. They are requested to email certified copy of the Board / Governing body resolution / Authorisation etc authorizing their representatives to attend and vote on their behalf. The documents shall be emailed to info@dcmnvl.com with the subject line '8th AGM of DCM Nouvelle Limited'.

6. Dispatch of Annual Report through electronic mode

In compliance with the Circulars, Notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to those Members, whose e-mail IDs are registered with Skyline/Depositories. Members may note that the Notice and the Annual Report for the financial year 2023-24 are available on the following websites:

Particulars	Website
DCM Nouvelle Limited	www.dcmnvl.com
BSE Limited	www.bseindia.com
National Stock Exchange of India Limited	www.nseindia.com
National Securities Depository Ltd ('NSDL')	www.evoting.nsdl.com
Skyline Financial Services Private Limited ("Skyline")	www.skylinerta.com

- The Audited Accounts of the Company's subsidiary can be accessed through the [weblink](#).

Members who have still not registered / updated their e-mail IDs are requested to register / update at the earliest:

- Members holding shares in physical mode and who have not registered / updated their e-mail IDs with the Company are requested to register / update their e-mail IDs by sending duly filled in Form ISR-1 (Form for registering PAN, KYC details or changes / Updation thereof) to Skyline Financial Services Private Limited ("Skyline") at D-153 A, First Floor, Okhla Industrial Area, Phase -I, New Delhi-110020, Tel: 011-41044923, Email: info@skylinerta.com. Form ISR-1 can be accessed through the [Weblink](#).
- Members holding shares in electronic mode are requested to register / update their e-mail IDs with the relevant Depository Participants. We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.

- Members may please note that 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 can be accessed through the [weblink](#) and on the website of the Company's RTA, Skyline Financial Services Private Limited ("Skyline") at <https://www.skylinerta.com/>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

- In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Skyline, for assistance in this regard.

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

- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be accessed through the [weblink](#). Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Skyline in case the shares are held in physical form.

- Dispute Resolution Mechanism (SMART ODR): In order

to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30th May 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated 31st July 2023 (updated as on 20th December 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: <https://www.dcmnvl.com>.

- In terms of the amendments to the SEBI Listing Regulations, with effect from 1st April 2019, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised form with the depository, i.e. NSDL and CDSL. Members are, therefore, requested to demat their physical holding for any further transfer. Members can, however, continue to make request for various services other than transfer for securities held in physical form but the processing will be done in demat form.

- Members holding shares in physical form need to ensure that before submitting any service request, their folios are KYC compliant. If the folios of physical security holders are not KYC compliant then the security holders need to comply with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024, without which any investor service requests will not be processed. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.

- Non-resident Indian Members are requested to inform the Company or RTA or to the concerned DPs, as the case may be, immediately: a) the change in the residential status on return to India for permanent settlement. b) the particulars of the NRE Account with a Bank in India, if not furnished earlier. c) Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or Skyline quoting their Folio number or their Client ID with DP ID, as the case may be.

- In case of joint holders, the Member whose name

appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

17. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before September 10, 2024 through email on info@dcmnvl.com. The same will be replied by the Company suitably.
18. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
19. The Company has fixed Tuesday, September 10, 2024 as the "Cut-off" date for the purpose of determining shareholders for voting Purpose for the financial year ended March 31, 2024.
20. Pursuant to Regulation 39(4) of SEBI listing Regulations, members whose shares are being unclaimed or not received then members can claim their shares by sending the details of their folios to the Company or RTA i.e., Skyline, D-153 A, First Floor, Okhla Industrial Area, Phase -I, New Delhi-110020, Tel: 011-41044923, Email: info@skylinerta.com.
21. Instructions for e-voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- ii. The remote e-voting period commences on Saturday, September 14, 2024 (9:00 a.m. IST) and ends on Saturday, September 14, 2024 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Saturday, September 14, 2024, Monday, September 16, 2024, Tuesday, September 10, 2024 i.e., cut-off date, may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from September 14, 2024 to September 16, 2024 or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.
- iv. The Board of Directors has appointed Pragnya Parimita Pradhan (Membership No. ACS 32778) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in. However, if he/ she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and Password for casting the vote. In case of individual shareholders holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "**Login method for remote e-voting and joining virtual meeting for individual shareholders holding securities in dematerialized mode.**"
- vii. The details of the process and manner for remote e-voting are explained herein below:

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

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system

Details on Step 1 are mentioned below

I. Login method for remote e-voting and joining the virtual meeting for individual shareholders holding securities in dematerialized mode

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "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 i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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 i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

App Store
 Google Play



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e., NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

II. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- 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, your Password/OTP and a Verification Code as shown on the screen.
- Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.
- Your User ID details are given below:

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

- Password details for shareholders other than Individual shareholders are given below:

 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the initial password which was communicated to you. Once you retrieve your initial password, you need to enter the initial password and the system will force you to change your password.
 - How to retrieve your initial password?
 - If your email ID is registered in your demat account or with the company, your initial password is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file.

The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your User ID and your initial password.

 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

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

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

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?"

option available on <https://www.evoting.nsdl.com> to reset the password.

2. In case of any queries related to e-voting, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on +91 22 48867000 and +91 22 24997000 or send the request to Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in.
3. Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing demat account number / Folio number, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above.
4. The instructions for members for e-voting on the day of the AGM are mentioned in point number 17(A).

B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER

- a. Members will be able to attend the AGM through VC/OAVM or provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for login to NSDL e-voting system. After successful login, you can see VC/OAVM link placed under Join meeting menu against company name. You are requested to click on VC/OAVM link placed under "Join Meeting" menu.
- b. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
- c. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.

Other Instructions

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a

consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

2. The result declared along with the Scrutinizers Report shall be placed on the Company's website www.dcmnvl.com and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir

Company Secretary
Membership No: F11061

Date: 23.08.2024

Place: New Delhi

Registered Office

407, Vikrant Tower, 04,
Rajendra Place, New Delhi-110008,
India Tel: 91 1143678490
CIN: L17309DL2016PLC307204
Email: info@dcmnvl.com
Website: www.dcmnvl.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")

The following Statement sets out all material facts relating to Item No. 3 mentioned in the accompanying Notice.

ITEM NO. 3

The Board of Directors of the Company, on recommendation of the Audit Committee, at the meeting held on July 29, 2024 has appointed M/s. KG Goyal & Associates, Cost Accountants, Jaipur as Cost Auditors for the financial year to end on March 31, 2025 at a remuneration of Rs. 65,000/- (Rupees sixty five thousand only) plus taxes as may be applicable besides reimbursement of out-of-pocket expenses incurred by them in the conduct of such Audit.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records & Audit), Rules, 2014, the remuneration payable to the Cost Auditors is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors to conduct the cost audit for the financial year 2024-25.

Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year to end on March 31, 2025.

The Board of Directors recommends the resolution as set out under item no. 3 of this Notice for the approval of members of the Company.

None of the directors, key managerial personnel and their relatives are interested or concerned, financially or otherwise, in the aforesaid resolution as set out under item no 3.

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir
Company Secretary
Membership No: F11061

Date: 23.08.2024
Place: New Delhi

Annexure to Items. 2 of the Notice

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Mr. Rakesh Goel
Date of Birth	12.01.1957
Nationality	India
Date of Appointment on the Board	01.04.2019
Qualifications	M.B.A.
Profile of the Director	Mr. Rakesh Goel, is MBA from Punjab Agricultural University and has served various organizations at top management level in a span of 4 decades of his career. He served at HAFED for 10 years before joining DCM Group in 1990 and has worked at various positions across textile business.
Experience and Expertise in specific functional areas	Mr. Rakesh Goel has well rounded experience with multiple functions exposure purchasing, marketing, plant operations & projects implementation among others. He has end to end experience of all textile operations.
Number of shares held in the Company	Nil
List of the directorships held in other companies*	Nil
Number of Board Meetings attended during the FY 2023-24	5 (for details please refer to the Corporate Governance Report, forming part of this Annual Report)
Chairman/*Member in the Committees of the Boards of companies in which he is Director*	Nil
Relationships between Directors inter-se	Not Applicable
Remuneration details (Including Sitting Fees & Commission)	5.00 Lacs

*Directorship includes Directorship of Public Companies & Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether listed or not).

By order of the Board of Directors
For **DCM Nouvelle Limited**

Mohd Sagir
Company Secretary
Membership No: F11061

Date: 23.08.2024
Place: New Delhi



Notes

Lined area for notes on page 262.

Notes

Lined area for notes on page 263.



Notes

A series of horizontal dotted lines spanning the width of the page, providing a template for handwritten notes.

Corporate Information

Board of Directors

Dr. Meenakshi Nayar

Chairperson & Independent Director

Mr. Hemant Bharat Ram

Managing Director

Dr. Vinay Bharat Ram

Whole Time Director

Mr. Jitendra Tuli

Non-Executive & Non Independent Director

Mr. Rakesh Goel

Non-Executive & Non Independent Director

Mr. Kulbir Singh

Independent Director

Mr. Vivek Chhachhi

Independent Director

Chief Executive Officer

Mr. Vivek Kaushal

Chief Financial Officer

Mr. Sandeep Kumar Jain

Company Secretary and Compliance Officer

Mr. Mohd Sagir

Statutory Auditors

Walker & Chandiok & Co. LLP, Chartered Accountants

21st floor, DLF Square, Jacaranda Marg,
DLF Phase II, Gurgaon, Haryana 122002
Telephone: +91 124 462 8000

Internal Auditors

Gandhi & Associates Chartered Accountants

62, Sector- 2, Chandigarh – 160 001
Phone: (0172) 2740639, 9815995501
E-mail: summit@agandhis.com

Secretarial Auditors

Pragnya Pradhan & Associates Practicing Company Secretary

46, LGF, Jor Bagh, New Delhi-110003
Mob: 9953457413
Email id: Pragnyap.pradhan@gmail.com

Bankers

Punjab National Bank
HDFC Bank

Registered Office

407, Vikrant Tower, 04,
Rajendra Place, New Delhi-1100 08, India
Tel: 91 1143678490
CIN: L17309DL2016PLC307204
Email: info@dcmnvl.com
Website: www.dcmnvl.com



DCM Nouvelle Limited

407, Vikrant Tower, 04, Rajendra Place, New Delhi-110008,
India Tel: 91 1143678490

