

August 30, 2024

The Compliance Manager
BSE Limited
Corporate Relationship Dept.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Scrip Code: **500655**

The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051.
Trading Symbol: **GRWRHITECH**

Subject: Regulation 34 of SEBI (LODR) Regulations, 2015 - Annual Report for the Financial Year 2023-24

Pursuant to regulation 34 of SEBI (LODR) Regulations, 2015, we are submitting herewith Annual Report of the Company for the Financial Year 2023-24.

The Annual Report along with the Notice of the 67th Annual General Meeting is being sent today (i.e. August 30, 2024) in electronic form to all eligible members / shareholders whose email IDs are registered with the Company / Depositories/ Registrar and Share Transfer Agent. The Annual Report can also be accessed from the website of the Company at <https://www.garwarehitechfilms.com/wp-content/uploads/2024/08/Annual-Report-2023-24.pdf>

The 67th Annual General Meeting (“AGM”) of the Company is scheduled to be held on Tuesday, September 24, 2024 at 11:30 a.m. (IST) at Registered Office of the Company at Naigaon, Post Waluj, Chhatrapati Sambhajinagar (Aurangabad), Maharashtra - 431 133.

GARWARE HI-TECH FILMS LIMITED

CORPORATE OFFICE :

GARWARE HOUSE, 50-A, SWAMI NITYANAND MARG
VILE PARLE (EAST), MUMBAI – 400 057.
TEL: 0091-22-6698 8000 (15 LINES) / FAX : 0091-22-2824 8155 / 66
WEBSITE: www.garwarehitechfilms.com
CIN: L10889MH1957PLC010889

REGD. OFFICE: NAIGAON, P.O. WALUJ,
CHHATRAPATI SAMBHAJI NAGAR – 431 133 (INDIA)

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Garware Hi-Tech Films Limited

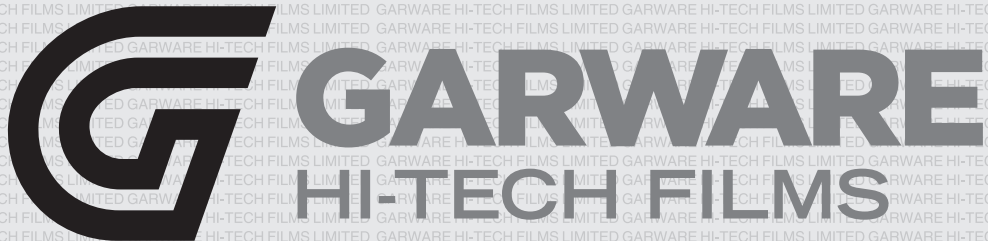
Awaneesh Srivastava

Company Secretary

FCS 8513

Encl.: As stated above.

GARWARE HI-TECH FILMS LIMITED



**ANNUAL REPORT
2023-24**

CORPORATE INFORMATION

BOARD OF DIRECTORS

S. B. Garware (Dr.) - Chairman & Managing Director (DIN: 00943822)
 Monika Garware (Ms.) - Vice Chairperson & Jt. Managing Director (DIN: 00143400)
 Sarita Garware Ramsay (Mrs.) - Jt. Managing Director (DIN: 00136048)
 Sonia Garware (Ms.) - Non-Executive & Non-Independent Director (DIN: 00135995)
 Nilesh R. Doshi (Mr.) - Independent Director (DIN: 00249715)
 Vivekanand H. Kamath (Mr.) - Independent Director (DIN: 07260441)
 Devanshi H. Nanavati (Ms.) - Independent Director (DIN: 08770422)
 Mohan S. Adsul (Mr.) - Whole-Time Director (DIN:00146752) (appointed w.e.f. August 11, 2023)
 Deepak N. Chawla (Mr.) - Independent Director (DIN: 10497108) (appointed w.e.f. April 01, 2024)
 Manoj K. Sonawala (Mr.) - Independent Director (DIN: 00235168) (appointed w.e.f. April 01, 2024)
 Nayan J. Rawal (Dr.) - Independent Director (DIN: 00184945) (appointed w.e.f. April 01, 2024)
 M. C. Agarwal (Dr.) - Independent Director (DIN: 02595878) (ceased w.e.f. March 31, 2024)
 Ramesh P. Makhija (Mr.) - Independent Director (DIN: 00209869) (ceased w.e.f. March 31, 2024)
 T. M. Parikh (Mr.) - Independent Director (DIN: 00049287) (ceased w.e.f. March 31, 2024)
 Uday V. Joshi (Mr.) – Whole-Time Director (DIN: 09753984) (ceased w.e.f. October 17, 2023)

CHIEF FINANCIAL OFFICER

Pradeep Mehta (Mr.) (ceased w.e.f. August 14, 2024)
 Abhishek Agarwal (Mr.) (appointed w.e.f. August 16, 2024)

COMPANY SECRETARY & VICE PRESIDENT (LEGAL)

Awaneesh Srivastava (Mr.)

<p>AUDIT COMMITTEE Nilesh R. Doshi (Mr.) Nayan J. Rawal (Dr.) Vivekanand H. Kamath (Mr.) Manoj K. Sonawala (Mr.)</p> <p>STAKEHOLDERS' RELATIONSHIP COMMITTEE Nayan J. Rawal (Dr.) Vivekanand H. Kamath (Mr.) Mohan S. Adsul (Mr.)</p> <p>NOMINATION & REMUNERATION COMMITTEE Deepak N. Chawla (Mr.) Manoj K. Sonawala (Mr.) Devanshi H. Nanavati (Ms.)</p> <p>CORPORATE SOCIAL RESPONSIBILITY COMMITTEE Manoj K. Sonawala (Mr.) Devanshi H. Nanavati (Ms.) Mohan S. Adsul (Mr.)</p> <p>RISK MANAGEMENT COMMITTEE Deepak N. Chawla (Mr.) Nayan J. Rawal (Dr.) Mohan S. Adsul (Mr.)</p>	<p>BANKERS Indian Overseas Bank Bank of Baroda Bank of India The Federal Bank Limited</p> <p>STATUTORY AUDITORS M/s. Manubhai & Shah LLP, Chartered Accountants (Mumbai) (retiring at this 67th AGM) M/s. Kirtane & Pandit LLP, Chartered Accountants (Mumbai)</p> <p>SOLICITORS & ADVOCATES Crawford Bayley & Co. (Mumbai)</p> <p>REGISTRARS & TRANSFER AGENTS Link Intime India Private Limited, Mumbai.</p>	<p>REGISTERED OFFICE Naigaon, Post Waluj, Chhatrapati Sambhajnagar (Aurangabad) - 431 133.</p> <p>CORPORATE OFFICE Garware House,50-A, Swami Nityanand Marg,Vile Parle (East), Mumbai - 400 057.</p> <p>WORKS</p> <ol style="list-style-type: none"> 1) L- 5 & L- 6, Chikalthana Industrial Area, Dr. Abasaheb Garware Marg, Chhatrapati Sambhajnagar (Aurangabad) - 431 210. 2) Naigaon, Post Waluj, Chhatrapati Chhatrapati Sambhajnagar (Aurangabad) - 431 133. 3) A-1 & A-2, MIDC, Ambad, Nashik - 422 010. <p>OFFICES</p> <ol style="list-style-type: none"> 1) 1203, Suryakiran Building, Kasturba Gandhi Marg, New Delhi - 110001. 2) Old No. 37, New No. 55, Ambercrest, 4th Floor, Pantheon Road Lane Egmore, Chennai - 600 008 <p>OVERSEAS OFFICE</p> <ol style="list-style-type: none"> 1) Unit 1-05,1-06, The Plaza, 535, Kings Road, London - SW10 0SZ. 2) 101, Lake Forest Blvd. Street No. 410, Gaithersburg MD, 20877, U.S.A. <p>WEBSITE www.garwarehitechfilms.com</p>
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NOTICE

GARWARE HI-TECH FILMS LIMITED

CIN: L10889MH1957PLC010889

Registered Office: Naigaon, Post Waluj,

Chhatrapati Sambhajnagar (Aurangabad) – 431 133.

Website: www.garwarehitechfilms.com **Email:** cs@garwarehitech.com

Tel. No.: 022 6698 8000.

NOTICE is hereby given that the 67th Annual General Meeting (“**AGM**”) of the members of Garware Hi-Tech Films Limited will be held on **Tuesday, 24th September, 2024**, at 11:30 a.m. (IST) at the Registered Office of the Company situated at Naigaon, Post Waluj, Chhatrapati Sambhajnagar (Aurangabad) – 431 133 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Audited Standalone and Consolidated Financial Statements

To consider and adopt:

- The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon; and
- The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Auditors thereon.

2. Declaration of Final Dividend

To declare a final dividend of ₹10/- per equity share for the financial year ended March 31, 2024.

3. Re-appointment of Mrs. Sarita Garware Ramsay (DIN: 00136048) as a director, liable to retire by rotation

To appoint a Director in place of Mrs. Sarita Garware Ramsay (DIN: 00136048), who retires by rotation and being eligible, offers herself for re-appointment in terms of Section 152(6) of the Companies Act, 2013.

4. Appointment of M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) as the Statutory Auditors of the Company

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

“**RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee and the approval of the Board of Directors (“**Board**”) of the Company, M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) be and is hereby appointed as the Statutory Auditors of the Company, in place of M/s. Manubhai & Shah LLP, Chartered Accountants (Firm Registration No. 106041W/W100136), the retiring statutory auditors, for a term of five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 72nd Annual General Meeting, at such remuneration / fee plus taxes, as may be mutually agreed upon between the Board of the Company and the Statutory Auditors, and other out of pocket expenses if any, payable to them in connection with the audit work.

RESOLVED FURTHER THAT the Board (including any duly constituted Committee thereof), be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

SPECIAL BUSINESS

5. Ratification of the remuneration of Cost Auditors

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

“**RESOLVED THAT** pursuant to Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded to ratify the remuneration of ₹ 3,05,000/- (Rupees Three Lakhs Five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses payable to M/s. B. R. Chandak & Co., Cost Accountants (Firm Registration No. 100380) who were appointed by the Board of Directors as Cost Auditors of the Company, based on the recommendation of the Audit Committee, to conduct the audit relating to cost records of the Company for the financial year ending March 31, 2025.

RESOLVED FURTHER THAT the Board of Directors (including any duly constituted Committee thereof) and/ or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

6. Appointment of Mr. Chirag Doshi (DIN: 08532321) as an Independent Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), the Companies (Appointment and Qualification of Directors) Rules, 2014 (“**Rules**”) and Regulations 16(1)(b), 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and on the basis of the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors (“**Board**”) of the Company, the consent of the Members be and is hereby accorded for appointment of Mr. Chirag Doshi (DIN: 08532321), who was appointed as an Additional Director in the category of Non-Executive and Independent Director of the Company by the Board of Directors (at their meeting held on 8th August, 2024), with effect from 1st September, 2024 and holds office upto 31st August, 2029 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of a Non-Executive and Independent Director, not liable to retire by rotation, to hold office for a First term of five (5) consecutive years w.e.f. 1st September, 2024 to 31st August, 2029.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers conferred herein, to any committee of directors or to any executives / officers of the Company, to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution.”

7. Re-appointment of Shri S. B. Garware (DIN: 00943822), as Chairman and Managing Director of the Company and minimum remuneration to be made in case of inadequacy of profit

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 (“**Act**”) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and Articles of Association of the Company and subject to such other regulatory approvals, permissions and sanctions, as may be required, and on the basis of the recommendations of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to re-appoint Shri S. B. Garware (DIN: 00943822), as Chairman and Managing Director of the Company for a further period of five (5) consecutive years with effect from 1st November, 2024 till 31st October, 2029, not liable to retire by rotation, on the terms and conditions including payment of remuneration as recommended by Nomination and Remuneration Committee and approved by Board of Directors, with further liberty to the Board of Directors of the Company (hereinafter referred to as the “**Board**” which term shall be deemed to include the Nomination and Remuneration Committee or any other committee of the Board), to alter and vary the said terms and conditions including remuneration from time to time as it may deem fit and as may be acceptable to Shri S. B. Garware, as set out herein;

- a) Monthly Compensation: ₹ 51 Lakhs (With an annual increase of 10% per annum with effect from 1st November 2025 till the expiry of the term.)
- b) Commission: Shri S. B. Garware will be paid commission, equivalent to the annual salary, in addition to salary and perquisites, based on the net profits of the Company in a particular year in accordance with the provisions of Sections 198 and such other applicable provisions, if any of the Companies Act, 2013.
- c) Perquisites:
 - i. Shri S. B. Garware will be entitled to furnished housing accommodation, gas, electricity, water and furnishings and other perquisites such as reimbursement of medical expenses incurred for self and family, leave travel concession for self and family once in a year, club

fees, personal accident insurance, provision of a car with driver, telephone at residence etc. The monetary value of the perquisites will be calculated in accordance with the Income Tax Rules. The aggregate value of the above perquisites shall be restricted to a maximum of 35% of monthly compensation.

- ii. Encashment of leave at the end of his tenure.
- d) Special allowances: ₹ 10 Lakhs per month.
- e) Shri S. B. Garware will be entitled for leave on full remuneration basis as per the rules of the Company but not exceeding one month's leave for every 11 months of service.
- f) Shri S. B. Garware will also be entitled to reimbursement of entertainment expenses actually incurred by him in the course of business of the Company.
- g) Shri S. B. Garware will be entitled to the reimbursement of travelling, hotel and other expenses incurred by him in performance of his duties on behalf of the Company.
- h) Shri S. B. Garware will not, so long as he functions as such, become interested or otherwise concerned directly or indirectly in any selling agency of the Company in future without approval, if any.

RESOLVED FURTHER THAT if in any financial year during the currency of his tenure, the Company has no profits or the profits of the Company are inadequate, the Company will pay to Shri S. B. Garware, the remuneration as specified above as and by way of minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company (including the Nomination and Remuneration Committee or any other committee of the Board), be and is hereby authorized to alter, vary or modify the scope and terms of remuneration, perquisites, benefits and amenities, as provided under the provisions of the Act and Schedule V of the Act, payable to Shri S. B. Garware any time during the currency of his tenure, in such manner as may be agreed between the Board and Shri S. B. Garware and for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/matters arising with respect to the above matter, and to execute all such deeds, documents, agreements and writings as may be necessary and take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

By order of the Board of Directors
For Garware Hi-Tech Films Limited

Awaneesh Srivastava
Company Secretary
(ICSI M. No. FCS 8513)

Place: Mumbai
Date: August 08, 2024

Registered Office:
Naigaon, Post Waluj, Chhatrapati Sambhajnagar
(Aurangabad) – 431 133.

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE 'MEETING') IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND TO VOTE ONLY ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding 50 (fifty) in number and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. A Member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other Member.

If a Proxy is appointed for more than 50 (fifty) Members, the Proxy shall choose any 50 (fifty) Members and confirm the same to the Company not later than 48 (forty-eight) hours before the commencement of the meeting. In case, if the Proxy fails to do so, only the first 50 (fifty) proxies received by the Company shall be considered as valid.

The instrument Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty-eight) hours before the commencement of the meeting.

A Proxy Form is attached herewith. Proxies submitted on behalf of the companies, societies, body corporate etc., must be supported by an appropriate resolution/authority, as applicable.

2. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4, 5, 6 & 7 of the Notice is annexed hereto.
3. Details under Reg. 36(3) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") in respect of the Director seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/ re-appointment.
4. Members desiring any information on the business to be transacted at the Meeting are requested to write to the Company at least 15 days in advance to enable the Management to keep the information, as far as possible, ready at the Meeting.
5. Members / Proxies / Authorized Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
6. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 and Master Circular dated May 7, 2024, has mandated the listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at <https://www.garwarehitechfilms.com/>

[com/](https://www.garwarehitechfilms.com/) and on the website of the Company's Registrar and Transfer Agents, Link Intime India Pvt. Ltd, at <https://liiplweb.linkintime.co.in/KYC-downloads.html> It may be noted that any service request can be processed only after the folio is KYC Compliant.

Members are requested to update their KYC i.e. PAN, choice of nomination, contact details, email address, mobile no., contact details, complete bank details and specimen signatures etc. Members are requested to submit the Investor Service Request forms, i.e., ISR forms, along with the supporting documents. ISR forms can be accessed by visiting website of Company's Registrar and Transfer Agent i.e. M/s Link Intime India Private Limited by clicking the link <https://liiplweb.linkintime.co.in/KYC-downloads.html> Member who holds shares in dematerialized form and wish to update their PAN, KYC and nomination details are required to contact their respective Depository Participants (DPs).

The Dividend, once approved by the members of the Company at 67th AGM, will be paid within 30 days, electronically through various online transfer modes to those shareholders who have updated their bank accounts details. To avoid delay in receiving dividend, shareholders are requested to update their KYC with their Depository Participants (where shares are held in demat mode) and with the Company's RTA (where shares are held in physical mode), to receive dividend directly into their bank account on payable date.

7. **Book Closure and Dividend:**

The Register of Members and the Share Transfer Books of the Company will be closed from **Wednesday September 18, 2024 to Tuesday, September 24, 2024** (both days inclusive) for the purpose of this AGM and for determining entitlement of members to final dividend for the financial year ended March 31, 2024, if approved at the AGM.

The final dividend of ₹ 10/- per equity share of ₹ 10/- each (100%), as recommended by the Board of Directors at their Meeting held on May 29, 2024, if declared at the AGM, will be paid subject to deduction of Income tax at source ('TDS') on or after **Wednesday, September 25, 2024**.

- (a) To all the Beneficial Owners as on **Tuesday, September 17, 2024**, as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and
- (b) To all Members in respect of shares held in physical form after giving effect to valid transmission and transposition in respect of valid requests lodged with the Company as on **Tuesday, September 17, 2024**.

Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to such Members, subject to availability of postal services and /or courier services.

8. Further, Members may please note that as per SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021 as amended from time to time, the latest being SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, in order to receive the dividend in a timely manner, Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to send the following documents to our RTA - Link Intime India Private Limited, at C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400 083, latest by **Tuesday, September 10, 2024**:

- a) A signed request letter by the first holder, mentioning the name, folio number, complete address and following details relating to bank account in which the dividend is to be received:
 - (i) Name of Bank and Bank Branch.
 - (ii) Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions; and
 - (iii) 11-digit IFSC Code.
 - (iv) 9-digit MICR Code
- b) Original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c) Self-attested copy of the PAN Card; and
- d) Self-attested copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/ deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs.

9. Income Tax Deductible at Source (“TDS”) / Withholding tax (“WHT”):

Pursuant to the requirement of the Income Tax Act, 1961, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders. The withholding tax rate would vary depending on the residential status of the shareholder and the documents submitted by shareholder with the Company/ RTA/ Depository Participant.

A. For Resident Shareholders:

- (i) Income Tax Deductible at Source for Resident Shareholders

Sr. No.	Particulars	Withholding tax rate	Documents required (if any) / Remarks
1.	Valid PAN updated in the Company's Register of Members	10%	No document required. If dividend does not exceed ₹ 5,000/-, no TDS/ withholding tax will be deducted.
2.	No PAN/Valid PAN not updated in the Company's Register of Members	20%	TDS/ Withholding tax will be deducted, regardless of dividend amount, if PAN of the shareholder is not registered with the Company/ RTA/ Depository Participant. All the shareholders are requested to update, on or before Tuesday, September 10, 2024 , their PAN with their Depository Participant (if shares are held in electronic form) and Company / RTA (if shares are held in physical form). Please quote all the folio numbers under which you hold your shares while updating the records.
3.	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of the Income Tax Act, 1961	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority to be submitted on or before Tuesday, September 10, 2024 .

- (ii) No Income Tax Deductible at Source on dividend payment to resident shareholders if the Shareholders submit following documents as mentioned in column no. 4 of the below table with the Company / RTA/Depository Participant on or before **Tuesday, September 10, 2024**.

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Submission of form 15G/15H	NIL	Declaration in Form No. 15G (applicable to an individual who is below 60 years) / Form 15H (applicable to an individual who is 60 years and above), fulfilling certain conditions.
2.	Shareholders to whom section 194 of the Income Tax, 1961 does not apply as per second proviso to section 194 such as LIC, GIC. etc.	NIL	Documentary evidence for exemption u/s 194 of the Income Tax Act, 1961.
3.	Shareholder covered u/s 196 of the Income Tax Act, 1961 such as Government, RBI, Corporations established by Central Act & Mutual Funds.	NIL	Documentary evidence for coverage u/s 196 of the Income Tax Act, 1961.

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
4.	Category I and II Alternate Investment Fund	NIL	SEBI registration certificate to claim benefit under section 197A (1F) of Income Tax Act, 1961.
5.	<ul style="list-style-type: none"> • Recognised provident funds • Approved superannuation fund • Approved gratuity fund 	NIL	Necessary documentary evidence as per Circular No. 18/2017 issued by Central Board of Direct Taxes (CBDT).
6.	National Pension Scheme	NIL	No TDS/ withholding tax as per section 197A (1E) of the Income Tax Act, 1961.
7.	Any resident shareholder exempted from TDS deduction as per the provisions of the Income Tax Act or by any other law or notification	NIL	Necessary documentary evidence substantiating exemption from deduction of TDS.

B. For Non-Resident Shareholders:

The table below shows the withholding tax on dividend payment to non-resident shareholders who submit, on or before **Tuesday, September 10, 2024**, the following document(s), as mentioned in column no. 4 of the below table, to the Company / RTA. In case all necessary documents are not submitted, then the TDS/ Withholding tax will be deducted @ 20% (plus applicable surcharge and cess).

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Other Non- Resident shareholders	20% (plus applicable surcharge and cess) or tax treaty rate, whichever is beneficial	<p>FPI registration certificate in case of FIIs / FPIs.</p> <p>To avail beneficial rate of tax treaty following tax documents would be required:</p> <ol style="list-style-type: none"> 1. Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received 2. PAN or declaration as per Rule 37BC of Income Tax Rules, 1962 in a specified format. 3. Form 10F filled & duly signed. 4. Self-declaration for non-existence of permanent establishment/ fixed base in India. <p>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company)</p>
2.	Indian Branch of a Foreign Bank	NIL	Lower tax deduction certificate u/s 195(3) obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank and the same will be included in taxable income of the branch in India.
3.	Availability of Lower/NIL tax deduction certificate issued by Income Tax Authority	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority.
4.	Any non-resident shareholder exempted from WHT deduction as per the provisions of the Income Tax Act or any other law such as the United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from WHT deduction.

C. For all Shareholders:

- (a) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the Record Date, and other documents available with the Company/ RTA.
- (b) In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.
- (c) No TDS will be deducted in case of resident individual shareholders who furnish their PAN details and whose dividend does not exceed ₹ 5,000/-. However, where the PAN is not updated in Company/ RTA/ Depository Participant records or in case of an invalid PAN, the

Company will deduct TDS u/s 194 without considering the exemption limit of ₹ 5,000/-. All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and RTA (if shares are held in physical form) against all their folio holdings on or before **Tuesday, September 10, 2024**.

- (d) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them. No communication would be accepted from members after **Tuesday, September 10, 2024**, regarding tax withholding matters.

10. Transfer of Unclaimed Dividend Amounts to the Investor Education and Protection Fund (IEPF):

- (a) Pursuant to the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends that are unpaid or unclaimed for a period of 7 (seven) years from the date of their transfer are required to be transferred by the Company to the IEPF, administered by the Central Government. Further, according to the said IEPF Rules, shares in respect of which dividend has not been claimed by the shareholders for 7 (seven) consecutive years or more shall also be transferred to the demat account of the IEPF Authority.

- (b) The dividend amount and shares transferred to the IEPF can be claimed by the concerned members from the IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The details of the unclaimed dividends are also available on the Company's website at www.garwarehitechfilms.com and the said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link www.iepf.gov.in. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in.

11. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred, transmitted or transposed only in dematerialized form. Therefore, Members are advised to dematerialize their physical shareholding. Further, SEBI, vide its Master Circular dated 7 May 2024, has clarified that listed companies, with immediate effect, shall issue the securities only in dematerialised mode while processing investor service requests pertaining to 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, transposition etc. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and

Share Transfer Agent, Link Intime India Private Limited, at rant.helpdesk@linkintime.co.in for assistance in this regard.

12. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.
13. 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 cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The said forms can be downloaded from the RTA's website at <https://linkintime.co.in>. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.
14. A route map showing directions to reach the venue of the 67th AGM is given along with this Annual Report as per the requirement of "Secretarial Standard-2" on General Meeting.
15. The Ministry of Corporate Affairs has taken "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and had issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this initiative of the Government in full measure members are requested to register their e-mail address in respect of electronic holdings with the Depository through their concerned Depository Participants. A member who holds shares in physical form are requested to send their e-mail address to the Registrar and Share Transfer Agent of the Company.

Registrar and Share Transfer Agent

Link Intime India Private Limited

(Unit: Garware Hi- Tech Films Limited)

C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400 083.

Tel No. 022- 491 86000 / 8108116767; Fax: 022- 491 86060.

Email: rant.helpdesk@linkintime.co.in

Link to raise an query: https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html

In accordance with the Circular dated 25th September, 2023 issued by Ministry of Corporate Affairs ("MCA") and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by SEBI and other applicable circulars issued by MCA/SEBI, the Notice convening 67th AGM and the Annual Report for the financial year 2023-24 is being electronically sent to those members/ shareholders who have registered their email IDs with the Company/ Depository Participant(s)/ Registrar and Share Transfer Agent (RTA). The physical copy of Notice along with Annual Report will be sent to those members / shareholders who request for the same in writing at the Company's email address at cs@garwarehitech.com mentioning their Folio No. / DP ID and Client ID, PAN, Name and registered address etc..

Members, who are holding shares in physical / demat form and their e-mail addresses are not registered with the Company/ Depository Participant(s)/ Registrar and Share Transfer Agent (RTA), are requested to register their e-mail addresses at the earliest for receiving the investor communication.

16. Members may note that this Notice and Annual Report shall also be available on the Company's website at www.garwarehitechfilms.com, websites of the Stock Exchange where Company's shares are listed i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Ltd (NSE) at www.nseindia.com and Notice of the AGM is also available on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com.

17. Voting through electronic means

- (a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 67th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- (b) The facility for voting through poll paper shall be made available at the venue of the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through poll paper.
- (c) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- (d) The remote e-voting period begins on **Friday, September 20, 2024 at 9:00 A.M. IST and ends on Monday, September 23, 2024 at 5:00 P.M. IST**. During this period, members of the Company, holding shares, either in physical form or in dematerialized form, as on the cut-off date of **Tuesday, September 17, 2024**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

Any person, who acquires shares of the Company and become a member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Tuesday, September 17, 2024**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in.

- (e) A person who is not a member as on the cut-off date should treat this notice for information purpose only.
- (f) The instructions for members for remote e-Voting are as under:

The remote e-voting period begins on Friday, September 20, 2024 at 9:00 A.M. IST and ends on Monday, September 23, 2024 at 5:00 P.M. IST. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 17, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 17, 2024.

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

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





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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 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 2. 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.

Type of shareholders	Login Method
	<p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 022 - 4886 7000.
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 toll free no. 1800 21 09911

B) Login Method for e-Voting 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.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 130035 then user ID is 130035001***

The EVEN of the Company is 130035.

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the Company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/ Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nSDL.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nSDL.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nSDL.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

How to cast your vote electronically 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 is in active status.
2. Select “EVEN” of Company (which is 130035), for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizer@mgconsulting.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@garwarehitech.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@garwarehitech.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through

their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

5. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of **Tuesday, September 17, 2024**.
6. **M/s. Manish Ghia & Associates**, (Partner - Mr. Mannish Ghia FCS: 6252 & C.P.: 3531) Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner.
7. The Scrutinizer shall submit a consolidated Scrutinizer’s Report of the total votes cast in favour or against, not later than 48 [forty-eight] hours of the conclusion of the AGM, to the Chairperson or a person authorized by him, who shall countersign the same and declare the result of the voting forthwith.
8. The results will be declared within two working days from the conclusion of the AGM. The results declared along with the Scrutiniser’s Report shall be placed on the Company’s website www.garwarehitechfilms.com and on the website of NSDL: www.evoting.nsdl.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE and NSE, where the shares of the Company are listed.
- 18 SEBI has established a common Online Dispute Resolution Portal (ODR Portal) for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal: <https://smartodr.in/> login.
19. Updation of Members’ Details:
The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company / Share Registrars and Transfer Agents to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. Members holding shares in physical form are requested to submit the details to the Company at cs@garwarehitech.com or Link Intime India Private Limited. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

By order of the Board of Directors
For **Garware Hi-Tech Films Limited**

Awaneesh Srivastava
Company Secretary
(ICSI M. No. FCS 8513)

Place: Mumbai
Date: August 08, 2024

Registered Office:
Naigaon, Post Waluj, Chhatrapati Sambhajnagar
(Aurangabad) – 431 133.

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

ITEM 4

M/s. Manubhai & Shah LLP, Chartered Accountants (Firm Registration No. 106041W/W100136), Statutory Auditors of the Company are retiring at the conclusion of the ensuing Annual General Meeting (“AGM”). Accordingly, as per the requirements of the Act and based on the recommendations of the Audit Committee, the Board of Directors of the Company at its meeting held on 8th August, 2024 has approved and recommended to the shareholders, for the appointment of M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) as the Statutory Auditors of the Company for a term of five (5) consecutive years effective from the conclusion of this AGM till the conclusion of the 72nd AGM to be held in the year 2029.

M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) has consented to the said appointment and confirmed that their appointment, if made, would be in accordance of provisions of Section 139 of the Act and that they are not disqualified within the meaning of Section 139 and 141 of the Act read with rules made thereunder and would be in conformity with the limits specified in the said Section.

Pursuant to Regulation 36(5) of the SEBI Listing Regulations.:

- (i) The proposed appointment is for a term of five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 72nd Annual General Meeting.
- (ii) The proposed remuneration / fee to be paid to M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) for the financial year is ₹ 18.75 lakhs for audit work. However, the consent of the members of the Company is sought to authorize the Board to decide such remuneration / fee as may be mutually agreed between the Board and the said Statutory Auditors.
- (iii) The remuneration / fee is proposed as per market practice. Hence, there is no material change in the remuneration / fee payable to said new (incoming) Auditor from that paid to the retiring (outgoing) Auditor
- (iv) M/s V. Sankar Aiyar & Co., Chartered Accountants, are Independent Statutory Auditors and have no relation with the Company in past and/or with the said retiring Statutory Auditors and/or then Statutory Auditors of the Company.

Please also note that M/s Kirtane & Pandit LLP, Chartered Accountants, will continue as Joint Statutory Auditors of the Company till the conclusion of 68th AGM of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives is / are in anyway concerned or interested, in the said resolution as set out at Item No. 4 of the Notice for approval by the members.

The Board recommends this Ordinary Resolution as set out at Item No. 4 of the accompanying Notice for approval of the members.

ITEM 5

Ratification of the remuneration of Cost Auditors:

The Board of Directors of the Company at their meeting held on 8th August, 2024, based on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s B.R Chandak and Co., Cost Accountant, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2025.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration recommended by the Audit Committee under Rule 14 (a) (i) shall be considered and approved by the Board of Directors and ratified subsequently by the shareholders. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice, for ratification of the remuneration of ₹ 3,05,000/- (Rupees Three Lakhs Five Thousand only) plus taxes and reimbursement of out-of-pocket expenses at actuals, if any, payable to the Cost Auditors, for the financial year ending 31st March, 2025.

The Board recommends the Ordinary Resolution as set out at Item No. 5 of the Notice for approval by the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is / are in anyway concerned or interested, financially or otherwise, in this resolution.

ITEM 6

Appointment of Mr. Chirag Doshi (DIN: 08532321) as an Independent Director of the Company.

The Board of Directors at their meeting held on 8th August, 2024, based on the recommendation of Nomination and Remuneration Committee, appointed Mr. Chirag Doshi (DIN: 08532321) as an Additional Director in the category of Non-Executive and Independent Director of the Company, for a First term of Five Consecutive years w.e.f 01st September, 2024 up to 31st August, 2029, not liable to retire by rotation.

Pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (“SEBI Listing Regulations”), Mr. Chirag Doshi shall hold office until the date of next General Meeting or for a period of three months from the date of appointment, whichever is earlier. Therefore, the Board recommend to the shareholders of the Company, to regularize the appointment as Director in the category of Non-Executive and Independent Director;

The Company has received notice under Section 160 of the Companies Act, 2013 (“Act”) from a member, proposing his candidature as an Independent Director of the Company.

The Company has also received a declaration of independence from Mr. Chirag Doshi. that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In the opinion of the Board, Mr. Chirag Doshi fulfils the conditions for appointment as an Independent Director of the Company as specified in the Act and Rules thereunder. He has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director without any external influence and that he is independent of the Management.

Further, he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act, nor debarred from holding the office of a director by virtue of any Securities and Exchange Board of India (“SEBI”) order or any other such authority and has successfully registered himself in the Independent Director’s Data Bank maintained by Indian Institute of Corporate Affairs.

Mr. Chirag Doshi possesses the appropriate skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. He has rich and varied experience in the field of International accounting and auditing (Statutory and Forensic), Internal Financial Controls, IFRS / IND AS etc. and considering the diverse experience, professional competence and extensive knowledge, it would be beneficial and desirable in the interest of the Company to appoint Mr. Chirag Doshi as an Independent Director of the Company.

Brief profile of Mr. Chirag Doshi is as follows:

Mr. Chirag Doshi is having degree of Bachelor of Commerce and a qualified Fellow Chartered Accountant (FCA) from the Institute of Chartered Accountants of India (ICAI) and Certified Information System Auditor (CISA) and a Chartered Financial Analyst (CFA) Level II passed. He is having overall experience of more than 15 years. He was president of Bombay Chartered Accountants Society (2023-24).

Accordingly, it is proposed to appoint Mr. Chirag Doshi as an Independent Director on the Board of the Company for a first term of 5 (five) consecutive years w.e.f. 01st September, 2024, not liable to retire by rotation.

The Nomination and Remuneration Committee (NRC) of the Board of Directors, on the basis of, his skills, vast experience and expertise possessed by Mr. Chirag Doshi, has recommended appointment of Mr. Chirag Doshi as Independent Director of the Company for a first term of five(5) consecutive years.

The Board at its meeting held on 8th August, 2024, based on the recommendation of the NRC, has approved his appointment as an Additional Director in the category of Non-Executive and Independent Director of the Company and recommended to the shareholders of the Company, for the regularisation of appointment as Director in the category of Non-Executive and Independent Director.

Brief profile of Mr. Chirag Doshi, details of Directorships and Committee memberships in other public companies and other details as required under Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) are annexed to the Notice.

A copy of the draft letter of appointment proposed to be issued to Mr. Chirag Doshi, setting out the terms and conditions of his appointment is available for inspection by the Members at the registered office of the Company during the office hours on all the working days except Saturdays, Sundays and public holidays upto the date of the until the last date of remote e-voting.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable provisions of the SEBI Listing Regulations, the appointment of Mr. Chirag Doshi as a Non-Executive Independent Director is now being placed before the Members for their approval by way of a Special Resolution. The Board recommends the Special Resolution as set out in Item No. 6 of this Notice for approval of the Members.

No Director, key managerial personnel (KMP) or their relatives except Mr. Chirag Doshi, to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution as set out in Item No. 6.

ITEM 7

Re-appointment of Shri S. B. Garware (DIN: 00943822), as Chairman and Managing Director of the Company and minimum remuneration to be made in case of inadequacy of profit

In terms of Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), the remuneration payable to an Executive Director who is a promoter or member of promoter group, shall be subject to the approval of the shareholders by Special Resolution, if, the annual remuneration payable to such director exceeds 2.5% of the net profits of the Company, as calculated under section 198 of the Companies Act, 2013 or ₹ 5.00 Crore, whichever is higher. Pursuant to section 196(3)(a) of the Companies Act, 2013, the appointment of a person who has attained the age of

seventy years may be made by passing a special resolution in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such person. Therefore, the details of experience, achievements, expertise which justify the re-appointment is given hereunder;

At the Annual General Meeting held on 25th September, 2019 Shri S. B. Garware was re-appointed as Chairman and Managing Director of the Company by Members for a term of five (5) consecutive years with effect from 1st November, 2019 till 31st October, 2024.

On account of overall increase in the volume of business of the Company, the duties and responsibilities of Shri S. B. Garware, Chairman & Managing Director of the Company, have substantially increased.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 8th August, 2024 approved the re-appointment of Shri S. B. Garware as the Chairman and Managing Director of the Company for a period of five (5) consecutive years commencing from 1st November, 2024 till 31st October, 2029, not liable to retire by rotation. The Board also approved the terms and conditions of his appointment including remuneration, as recommended by the Nomination and Remuneration Committee, in accordance with the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Article of Association of the Company, subject to the approval of the shareholders at the ensuing Annual General Meeting.

Brief profile along with other details of Shri S. B. Garware is as follows;

Name of the Director: Shri S. B. Garware, Director Identification Number: 00943822

Date of Birth and Age 05.11.1934 - 89 years

Date of joining the Board: 06.06.1957

Profile of the Director

Shri S. B. Garware is associated with the Garware Group since 1951. He completed his Senior Business Management Course at the University of Edinburgh (UK). Under his stewardship, the Company has earned several accolades in the polyester film business for unique and innovative products to match the ever-growing demands of the industry. “With a view to enhance revenues through exports, under his able guidance, his discerning and dynamic leadership skills, the Company is poised for rapid and voluminous growth. Under his guidance, the Company is able to achieve a distinctive presence in more than ninety countries by way of export of our products.

With the experience of more than seven decades in the industry, Shri S. B. Garware has acquired an excellent reputation in the sophisticated market of Western Europe and USA in competition with multi-national companies. Over the years, he has mastered the technology and all branches of science of industrial arts and has acquired expertise in the new techniques of process industry and production. R&D has been his primary area of interest. Focusing on relevant technology to meet specific needs of customers, the Company has produced highly innovative products. His major achievements in Polyester Film include Sun Control film application, Holography Mat Opaque, High shrink and Low Oligomer Film for environment friendly refrigerant, Super Clear Polyester Films for LCD, Adhesive backed Hydrolysis Resistant NIR blocking window film, Dyed Hydrolysis Resistant Polyester Film, etc. He has obtained a patent in the United States for the U. V. Stabilised Polyester Film. The film is used on windows of automobiles and buildings, which saves energy upto 30% on air conditioning and also filters the harmful U. V. radiations.

Under his guidance, the Company developed and launched PPF in 2021 and received great success across global markets. The Company is now putting the second plant of PPF. It is important to note that GHFL is the only manufacturer of PPF in India.

His academic and professional excellence was recognized with a Doctorate (D. Litt.) Degree by Mumbai University, conferred by the Hon'ble Governor of Maharashtra in May 2022.

Shri S. B. Garware has also been a Director / President / Honorary Consul in the following External Distinguished Institutions;

- Director on the Board of State Bank of India
- Director on the Board of Life Insurance Corporation of India
- Honorary Consul General of Turkey for their Western India Office.
- President – Maharashtra Chamber of Commerce and Industries.

He has been able to develop a strong management team under him who work on formulation of strategy, expansion plan and other management policies under his able guidance. With his untiring efforts, focused attention and diligent work, he has been able to remain in touch with the technical and operational team on day to day basis.

Shri S. B. Garware has been engaged in philanthropy work, and social service through the Garware Charitable Trust and is actively associated with various social causes.

Shri S. B. Garware received National Gold Shield for import substitution in 1981 for development & production of Polyester Film; and Top Export Awards in four decades from Plexcouncil.

No. of Shares held in the Company 11,63,001

Brief profile of Shri. S. B. Garware, details of Directorships and Committee memberships in other public companies and other details as required under Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) are annexed to the Notice.

The draft agreement between the Company and Shri S. B. Garware contains, inter-alia, the following terms and conditions: -

- a) Monthly Compensation: ₹ 51 Lakhs (With an annual increase of 10% per annum with effect from 1st November 2025 till the expiry of the term.)
- b) Commission: Shri S. B. Garware will be paid commission, equivalent to the annual salary, in addition to salary and perquisites, based on the net profits of the Company in a particular year in accordance with the provisions of Sections 198 and such other applicable provisions, if any of the Companies Act, 2013.
- c) Perquisites:
 - i. Shri S. B. Garware will be entitled to furnished housing accommodation, gas, electricity, water and furnishings and other perquisites such as reimbursement of medical expenses incurred for self and family, leave travel concession for self and family once in a year, club fees, personal accident insurance, provision of a car with driver, telephone at residence etc. The monetary value of the perquisites will be calculated in accordance with the Income Tax Rules. The aggregate value of the above perquisites shall be restricted to a maximum of 35% of monthly compensation.
 - ii. Encashment of leave at the end of his tenure.
- d) Special allowances: ₹ 10 Lakhs per month.
- e) Shri S. B. Garware will be entitled for leave on full remuneration basis as per the rules of the Company but not exceeding one month's leave for every 11 months of service.

- f) Shri S. B. Garware will also be entitled to reimbursement of entertainment expenses actually incurred by him in the course of business of the Company.
- g) Shri S. B. Garware will be entitled to the reimbursement of travelling, hotel and other expenses incurred by him in performance of his duties on behalf of the Company.
- h) Shri S. B. Garware will not, so long as he functions as such, become interested or otherwise concerned directly or indirectly in any selling agency of the Company in future without approval, if any.

The remuneration payable to Shri S. B. Garware as Chairman & Managing Director has been approved by the Nomination & Remuneration Committee of the Board of Directors and also by the Board of Directors at their respective meeting held on 8th August, 2024

Any increment in salary, perquisites, commission, allowances and remuneration based on net profits, payable to Shri S. B. Garware, as may be determined by the Board and / or the Nomination and Remuneration Committee of the Board, shall be in addition to remuneration as stated above.

The draft agreement and the Resolution referred under Item No. 7 of the accompanying notice will be open for inspection by the Members at the Registered Office of the Company on all working days (except Saturday, Sunday and public holidays) between 11:00 A.M. and 01.00 P.M., prior to the date of the meeting.

In anticipation that, during the term of employment of Shri S. B. Garware, the Company has no profits or the profits of the Company are inadequate in any financial year/s, in such case the above mentioned remuneration may be paid as and by way of minimum remuneration to Shri S. B. Garware, and in case remuneration may be in excess of the limits prescribed under Schedule V read with relevant provisions of Companies Act, 2013, therefore the special resolution is proposed for the approval of the shareholders / members of the Company.

Shri S. B. Garware satisfies all the conditions as set out in Part I of Schedule V as also under sub-section 11 of Section 197 of the Companies Act, 2013 for being eligible to be appointed as a Chairman & Managing Director of the Company. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In view of the above, in order to take advantage of knowledge, experience and foresight of Shri S. B. Garware, it is in the long term interest of the Company to continue to have his association with the Company for maintaining sustained growth in future. Hence, the Board of Directors are of the opinion that the appointment of Shri S. B. Garware as the Chairman & Managing Director is in the best interest of the Company and accordingly, recommend the resolution set out in Item No. 7 for approval of the members.

Shri S. B. Garware is concerned or interested in the resolution under Item No. 7 of the accompanying notice. Ms. Monika Garware, Mrs. Sarita Garware Ramsay and Ms. Sonia Garware, Directors of the Company, being related to Shri S. B. Garware, deemed to be concerned or interested in the resolution. Save as aforesaid, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in anyway, concerned or interested in the resolution set out at Item No. 7 of the Notice.

This statement may also be considered as an appropriate disclosure under the Act and Listing Regulations.

The Board recommends the Special Resolution as set out at Item No. 7 of the accompanying Notice for approval of the Members.

Annexure:

Statement as per Section II of Part II of Schedule V of the Companies Act, 2013 with reference to the Resolution at Item No. 7 of the Notice.

I. General Information:

1.	Nature of Industry	Manufacturer of Polyester Films				
2.	Date or expected date of commencement of commercial production	Existing Company which is in operation since 06/06/1957				
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable				
4.	Financial performance based on given indicators	(₹ in lakhs)				
		Sr. No.	Particulars	2023-24	2022-23	2021-22
		1.	Turnover (Gross)	1,58,165	1,31,124	1,26,396
		2.	Profit Before Tax	23,993	19,564	22,259
		3.	Net Profit	18,093	14,759	16,021
		4.	Paid-up Share Capital	2,323	2,323	2,323
		5.	Reserves & Surplus	195,537	179,017	166,466
		6.	Dividend Payout	2,323	2,323	2,323
5.	Foreign investments or collaborators, if any	NIL				

II. Information about the appointee

1.	Name of the appointee	Shri Shashikant B. Garware
2.	Background Details	<p>Shri S. B. Garware is associated with the Garware Group since 1951. He completed his Senior Business Management Course at the University of Edinburgh (UK). Under his stewardship, the Company has earned several accolades in the polyester film business for unique and innovative products to match the ever-growing demands of the industry. With a view to enhance revenues through Exports, under his able guidance, his discerning and dynamic leadership skills, the Company is poised for rapid and voluminous growth. Under his guidance, the Company is able to achieve a distinctive presence in more than ninety countries by way of export of our products.</p> <p>His academic and professional excellence was recognized with a Doctorate (D. Litt.) Degree by Mumbai University, conferred by the Hon'ble Governor of Maharashtra in May 2022.</p> <p>Shri S. B. Garware has also been a Director / President / Honorary Consul in the following External Distinguished Institutions;</p> <ul style="list-style-type: none"> - Director on the Board of State Bank of India - Director on the Board of Life Insurance Corporation of India - Honorary Consul General of Turkey for their Western India Office. - President – Maharashtra Chamber of Commerce and Industries.
3.	Past Remuneration	₹ 815.13 Lakhs
4.	Recognition or awards	<p>Shri S. B. Garware received National Gold Shield for import substitution in 1981 for development & production of Polyester Film; and Top Export Awards in four decades from Plexcouncil.</p> <p>His academic and professional excellence was recognized with a Doctorate (D. Litt.) Degree by Mumbai University, conferred by the Hon'ble Governor of Maharashtra in May 2022.</p>

5.	Job profile and his suitability	<p>With the experience of more than seven decades in the industry, Shri S. B. Garware has acquired an excellent reputation in the sophisticated market of Western Europe and USA in competition with multinational companies. Over the years, he has mastered the technology and all branches of science of industrial arts and has acquired expertise in the new techniques of process industry and production. R&D has been his primary area of interest. Focusing on relevant technology to meet specific needs of customers, the Company has produced highly innovative products. His major achievements in Polyester Film include Sun Control film application, Holography Mat Opaque, High shrink and Low Oligomer Film for environment friendly refrigerant, Super Clear Polyester Films for LCD, Adhesive backed Hydrolysis Resistant NIR blocking window film, Dyed Hydrolysis Resistant Polyester Film, etc. He has obtained a patent in the United States for the U. V. Stabilised Polyester Film. The film is used on windows of automobiles and buildings, which saves energy upto 30% on air conditioning and also filters the harmful U.V. radiations. Under his guidance, the Company developed and launched PPF in 2021 and received great success across global markets. The Company is now putting the second plant of PPF. It is important to note that GHFL is the only manufacturer of PPF in India.</p> <p>He has been able to develop a strong management team under him who work on formulation of strategy, expansion plan and other management policies under his able guidance. With his untiring efforts, focused attention and diligent work, he has been able to remain in touch with the management team on day-to-day basis. Shri S. B. Garware has been engaged in philanthropy work, and social service through the Garware Charitable Trust and is actively associated with various social causes.</p>
6.	Remuneration proposed	Refer Explanatory Statement
7.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of origin)	The proposed remuneration for Shri S. B. Garware is comparable to that drawn in the similar industry and considering his responsibilities, expertise in complex business operations, strategic vision, Industry benchmark and the size of the Company with diverse nature of its businesses driving the Company with aggressive growth and profitability, justifies the payment of said remuneration which commensurate with the remuneration packages offered for the similar position in the industries.
8.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	<p>Shri S. B. Garware is a Promoter-Director, holding 11,63,001 equity shares of ₹ 10/- each representing 5.01% of the total paid up capital of the Company. He holds equity shares of ₹ 10/ each representing 38.17 % of the total paid-up capital of the Company as a Trustee of S. B. Garware Family Trust.</p> <p>Shri. S. B. Garware is father of Ms. Monika Garware, Mrs. Sarita Garware Ramsay and Ms. Sonia Garware.</p>

III Other information

1.	Reasons of loss or inadequate profits	The Company has made adequate profit during the financial year 2023-24. The Company's future revenue and profits may be negatively impacted due to material adverse changes to the economic, business and other associated risks that are inherent to the operations of the Company.
2.	Steps taken or proposed to be taken for improvement	The Company is earning profits and it would be endeavour of the management to increase profitability by focusing on cost control, introducing new products, exploring new markets etc.
3.	Expected increase in productivity and profits in measurable terms	<p>The management expects normal growth in operations and profitability in the coming years, subject to unforeseen circumstances. The Company is continuously making efforts to optimize the operations and increase sales volume of the Company.</p> <p>It is difficult to quantify future projections in view of dynamic business situation.</p>

As required under Regulation 36(3) of the Listing Regulations and the Secretarial Standards on General Meetings (SS-2) as laid down by The Institute of Company Secretaries of India, additional information relating to the particulars of Directors who are proposed to be appointed/re-appointed are given below.

Details of the Directors Seeking appointment

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with clause 1.2.5 of the Secretarial Standard-2]

Name of the Director	Mrs. Sarita Garware Ramsay	Shri S.B. Garware	Mr. Chirag Doshi
DIN No:	00136048	00943822	08532321
Date of Birth	25.10.1967	05.11.1934	15.09.1981
Age	56 Years	89 Years	42 Years
Date of Appointment on the Board	24.12.1993 (Initial date)	06.06.1957	01.09.2024
Qualifications	M. B. A. from European University in Switzerland	Sr. Business Management Course, University of Edinburgh (UK)	Bachelor of Commerce and a Fellow Chartered Accountant (FCA). He is a Certified Information System Auditor (CISA) and has passed the Chartered Financial Analyst (CFA) Course- Level II.
Experience / Nature of Expertise in specific functional areas	Wide experience in Marketing and Corporate Affairs	Industrialist.	Wide experience in International accounting and auditing (Statutory and Forensic), Internal Financial Controls, IFRS / IND AS etc.
Terms and Conditions of Appointment/ Reappointment	She retires by rotation at ensuing AGM and being eligible, offers herself for re-appointment in terms of Section 152(6) of the Companies Act, 2013.	Re-appointment as Chairman and Managing Director, Not liable to retire by rotation.	Appointment as Independent Director in the category of Non-Executive and Independent Director of the Company, not liable to retire by rotation.
Remuneration sought to be paid	Remuneration is being paid as per Terms and Conditions earlier approved by the Shareholders by the Postal Ballot on 12th July, 2022.	Remuneration will be paid as per Terms and Conditions as mentioned in the resolution and explanatory statement of Notice of this AGM.	It is proposed to appoint as Independent Director for his first term on the Board and hence, these details are not applicable
Remuneration last drawn	₹ 614.90 Lakhs	₹ 815.13 Lakhs	NIL
Remuneration drawn from Subsidiary Company	NIL	NIL	NIL
Number of Meetings of the Board attended during the year	5 out of 5	5 out of 5	N/A
Directorship(s) held in other public companies and listed companies along with listed entities from which the person has resigned in the past three years	NIL	NIL	- Fabtech Technologies Limited - Fabtech Technologies Cleanrooms Limited - Sejal Glass Limited (Listed Company)

Name of the Director	Mrs. Sarita Garware Ramsay	Shri S.B. Garware	Mr. Chirag Doshi
Chairmanships / Memberships of Committees of other public companies (includes only Audit & Stakeholders Relationship Committee)	NIL	NIL	<u>Audit Committee :</u> Member - Fabtech Technologies Limited Member - Fabtech Technologies Cleanrooms Limited Chairman - Sejal Glass Limited (Listed Company) <u>Stakeholders Relationship Committee :</u> Member - Fabtech Technologies Limited Chairman - Fabtech Technologies Cleanrooms Limited Member - Sejal Glass Limited (Listed Company)
Disclosure of relationship with Directors and Key Managerial Personnel (KMP) inter-se	Daughter of Shri S. B. Garware and sister of Ms. Monika Garware and Ms. Sonia Garware.	He is father of Ms. Monika Garware, Mrs. Sarita Garware Ramsay and Ms. Sonia Garware	He is not related to any Directors and Key Managerial Personnel of the Company
Shareholding in the Company as on 31/03/2024	2,67,810	11,63,001	NIL
Skills and capabilities required for the role and the manner in which the Independent Director meets such requirements	N/A	N/A	Refer Explanatory Statement of the Notice.

By Order of the Board of Directors
For **Garware Hi-Tech Films Limited**

Awaneesh Srivastava
Company Secretary
(ICSI M. No. FCS 8513)

Place: Mumbai
Date: August 08, 2024

Registered Office:
Naigaon, Post Waluj, Chhatrapati Sambhajnagar
(Aurangabad) – 431 133.

DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2024

To the Members,

The Directors present the 67th Annual Report of Garware Hi-Tech Films Limited (the Company or GHFL) along with the Audited Financial Statement for the year ended March 31, 2024.

1) FINANCIAL RESULTS

(₹ in Crore)

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Financial Year				
Operating Profit before interest & Depreciation	288.19	242.64	321.05	269.35
Less: Finance Cost	(10.10)	(15.31)	(11.78)	(16.99)
Depreciation	(38.16)	(31.69)	(39.02)	(32.41)
Profit before tax	239.93	195.64	270.25	219.95
Provision for Income Tax	59.00	48.04	66.96	53.81
Profit After Tax	180.93	147.60	203.29	166.14
Other Comprehensive income (Net of Tax)	7.51	1.14	8.92	2.03
Total Comprehensive Income	188.44	148.74	212.21	168.17
Opening balance in Retained Earnings	826.51	702.86	866.66	724.46
Closing Balance in Retained Earnings	982.04	826.51	1,044.55	866.66

2) DIVIDEND

The Directors are pleased to recommend a Dividend of ₹ 10 per equity share of face value of ₹ 10/- each (100%) for the financial year ended March 31, 2024 on paid-up share capital of the Company.

The Dividend is subject to the approval of the Members at the 67th Annual General Meeting. The dividend of ₹ 10/- per equity share of ₹ 10/- each will amount to ₹ 23.23 Crore.

In view of the changes made under the Income Tax Act, 1961, by the Finance Act, 2020, dividends paid or distributed by the Company shall be taxable in the hands of the shareholders. Accordingly,

the Company shall make the payment of the final dividend after deduction of tax at source.

The dividend recommended is in accordance with the Dividend Distribution Policy of the Company. The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is available on the Company's website at <https://www.garwarehitechfilms.com/investor/policies-of-company/>.

3) TRANSFER TO RESERVES

The Company does not propose to transfer any amount to General Reserve.

4) COMPANY'S PERFORMANCE

(₹ in Crore)

Particulars	Standalone			Consolidated		
	2023-24	2022-23	Change	2023-24	2022-23	Change
Revenue from Operation	1581.65	1,311.24	21%	1677.02	1,438.01	17%
Earnings before interest, tax, depreciation, and amortization (EBITDA)	288.19	242.64	19%	321.05	269.35	19%
Profit After Tax (PAT)	180.93	147.60	23%	203.29	166.14	22%
Total Comprehensive Income	188.44	148.74	27%	212.21	168.17	26%
Earnings per equity shares of ₹ 10 each	77.88	63.53	23%	87.50	71.51	22%

5) STATE OF COMPANY'S AFFAIRS AND BUSINESS REVIEW

The details of the Company's affairs, including its operations are more specifically given in the Management Discussion and Analysis Report, which forms part of this Report.

6) SHARE CAPITAL

The paid-up Equity Share Capital as of March 31, 2024 stood at ₹ 23.23 Crore. During the year, there was no change in the Share Capital of the Company. The Company neither issued any shares nor has granted any Stock Options or any Sweat Equity Shares during the year.

7) MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There has been no material change/commitment affecting the financial position of the Company during the period from the end of the financial year on March 31, 2024 to the date of this Report. There has been no change in the nature of business of the Company.

8) OPERATIONS

The Company's Standalone Profit before tax increased by 23 % on account of higher sales volume of PPF and Sun control Film along with reduction in finance cost on account of prepayment of Term loans.

9) FUTURE OUTLOOK

The Company is continuously improving its position in Domestic market as well as in International market. Strong R&D and Launch of New products along with increased Sales and Marketing effort is paying its return. Products like Rooftop series, Spectrally Selective Films external and internal for Architectural use. Newly launched Titanium, Matt, Black and White Paint Protection Films help in continuous growth in PPF business.

10) RESEARCH & DEVELOPMENT

Company's R&D Centre is accredited by the Department of Scientific and Industrial Research, Ministry of Science and Technology, Government of India for decades. The Company is an aggressive leader in development of new products and new applications for BOPET Films and Solar Control Window Films, Lidding Films and Paint Protective Film (PPF) for Automobile.

Functioning of R&D Centre

The R&D Centre is well equipped with qualified and experienced Technical experts and scientists with adequate lab and measuring equipment/s and pilot scale plant/s to develop application-oriented processes and product developments using the available R&D facility.

11) INFORMATION TECHNOLOGY

- The Company has progressed in implementing the digital transformation initiatives through SAP, IOT & application-based platforms i.e., Improving Compliance tools, Automation of MIS reports, addressing the Audit reports, remote tracking of Power consumption etc.,
- The Company has implemented Digitization initiatives at Production area i.e., scanning based inventory tracking, Generating the Barcode labels, under development & progressing on the logistics scanning process at the time goods picking & Loading.
- The Company has initiated the Process of TUV Certification Audits for ISMS: ISO 27001 which is under progress.
- The Company has initiated the process of enhancing the Backup systems & strengthening the strategies on Cybersecurity space.
- The Company initiated the development of Sales & marketing Dashboards leveraging the technology of Microsoft Power BI under progress.
- The Company is in the process of exploring the new Initiatives from the business side to enhance the technology towards Digitalization perspective i.e., DMS Solutions (Document Management System), SAP CRM, Digitizing the Gate

Entry Process, Intranet solutions for the internal employee communications.

- The Company has implemented Digitization of Visiting Cards for the sales & marketing for easy identification of Customer Visiting cards.
- The Company has implemented an online Work permit system for the Safety of employees while performing Maintenance activities.
- The Company has completed Implementation of online solution for managing the Guest house feedback.
- The Company has implemented the PPF Application studio business process in the SAP system.
- The Company has upgraded its internet connectivity services at all locations for fast and effective communication and upgraded its Firewall System for Cyber security.
- The Company has migrated the old PF system FoxPro based application to Cloud based solutions-Auto sends the PF monthly statement through SMS.
- The Company has installed state of the art CCTV Monitoring and controlling system with centralized monitoring and recording of CCTV surveillance systems for all the production facilities and required premises.

12) AWARDS AND RECOGNITIONS

During the year, the Company won the "CII Technology Conclave & Innovation Awards 2023", New Delhi in the month of December 2023.

13) HUMAN RESOURCE DEVELOPMENT

Our Company's Human resource team is well aligned with Company's Vision, Mission, Strategy, Goals & Objectives and has facilitated interventions to Build High Performance Organization by Strengthening our Competitiveness, Capacity, Competence & Culture. We strive to be the best in People Management & Community Engagement Practices within the Industry.

During the year, Company's Human Resources Team has proficiently worked upon various Talent Management Programs to Acquire, Develop & Retain the Right Talent. It has enabled us building strong chain of Leadership through Internal Succession Planning process and by onboarding competent leaders from similar as well as diverse domains.

Our Talent Development approach is holistic and covers Technical, Functional, Safety, Behavioral and Leadership Development Interventions. During the year we invested over 1013 man-days in total with more focus on Experiential Learning like On-The-Job training, Health & Safety Mindset, Cross-Functional working exposure. Our Learning & Development strategy aim to remain Competitive in the context of our Products, Processes & People.

At GHFL, we prioritize the well-being of our employees. Throughout the year, we've implemented initiatives to support their physical, mental, and emotional health. This includes expanded mental health support, flexible work arrangements, onsite wellness programs, and financial wellness resources. Our goal is to create a supportive work environment where employees can thrive both personally and professionally.

Our Culture & People Value System of "Caring, Sharing, Trust and Respect" was well reflected in various HR Interventions during the year. We encouraged open dialogue & communication across all levels of the organization and have fostered a Customer Oriented-

Performance driven work environment. We empowered our people to apply innovation & creativity while delivering their best to the common goal. Rewards & Recognition from the Top Management has further enhanced the motivation & commitment level of employees to contribute their best.

Making a positive impact goes beyond our business goals. At GHFL, we are committed to giving back to our communities. Throughout the year, GHFL family has actively contributed towards this noble cause by enabling development in key areas of our society, contributed to charitable causes, and championed sustainability initiatives. These efforts reflect our dedication to being responsible corporate citizens and contributing to the greater good.

This is reflected in our Retention Rate of 96.2% with Voluntary Attrition Rate of 3.8% during the year.

14) MANUFACTURING AND QUALITY INITIATIVES

The Company has adopted an integrated approach of Quality Management systems comprises of TQM, TPM, Lean and six sigma. The external professionals are also appointed to audit the effectiveness of the systems put in place. The quality culture of your Company ensures that the products are bench marked as best in class by the customers.

The upgradation of plant and machinery helped Company to establish its capacity with appropriate quality and improved reliability.

15) SUBSIDIARY COMPANIES

The Company has two subsidiaries as on March 31, 2024.

1. Garware Hi-Tech Films International Limited
2. Global Hi-Tech Films Inc

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the statement containing salient features of the financial statements of the Company's Subsidiaries (in Form AOC-1) is attached to the financial statements.

16) SAFETY, HEALTH & ENVIRONMENTAL PROTECTION

Being a Responsible Corporate Citizen, your Company has regularly undertaken various initiatives for the continual improvement in Health, Safety and Environment (HSE) at the works and surrounding areas. We are committed to provide safety and healthy work place for all inside the factory. We have been helping the neighborhood with our HSE expertise every now and then. This has been well recognized by the local and government authorities.

Some of the prominent regular activities include—Safety audits of Thermic Fluid system and Electrical System by external expertise, HAZOP study of the process, Internal Safety survey of Plants, Field Safety round, monthly Safety review meetings, EMS review, training and periodical HSE inspections, schemes on the efficient usage of energy and the conservation of natural resources, activities for the enhancement of employee participation in HSE, emergency mock drills and the support in emergency management operations at public places. The safety performance is reviewed on monthly basis by the management safety committee involving all departments and their charges. Various initiatives like provision of centralised fire detection, expansion of fire water network, provision of fire sprinkler systems, fire detection systems have been completed to deal with any emergency inside the plant. Various technological interventions like online incident reporting system, online safety observations systems have been put in place

to increase visibility of safety efforts. The Company has been free from lost time incident for more than 1600 days as of now.

The Company has developed green belt (increased from 30% to 36% of open land) also developed in-house nursery to have sapling inhouse for new plantation. New equipment and upgrade of effluent treatment facility has helped us in improving our environment management standards. We have recently created facilities for water conservation and created a farm pond inside the plant for conserving rain water up to 5000 cubic meter.

The company has implemented extended producer responsibility (EPR) for plastic packing as per CPCB guideline.

The Company is a recipient of various safety laurels from the Regulatory Authorities at the National & State level (DG-FASALI) Govt. of India and National Safety Council- Maharashtra Chapter as stated above during the year. Security system has been upgraded, like awareness training, evacuation drills to meet the new challenges. A central CCTV control room has been setup. New fire engines added in the fleet have enhanced the existing emergency preparedness. Our fire Engines have played a major role in maintaining safety and fighting fires in the local vicinity where the manufacturing plants are situated as mutual aid agreements.

17) DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability confirm that:

- a) In the preparation of the annual accounts for the year ended March 31, 2024, the applicable Indian Accounting Standards have been followed and there are no material departures from the same.
- b) They have selected such accounting policies and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit of the Company for the year ended on that date;
- c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a 'going concern' basis;
- e) They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively and
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18) DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Appointment/Resignation/cessation of Director:

During the financial year, Mr. Uday V. Joshi (DIN: 09753984), Whole Time Director of the Company, ceased from his directorship in the Company with effect from October 17, 2023. Mr. Joshi was a member of the Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Vigil Mechanism Committee of the Board, consequent to his retirement he also ceased to be a member of these Committees.

Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on May 26, 2023 for re-appointment of Mr. Vivekanand Heroor Kamath (DIN:07260441), as an Independent Director for a Second Term of 5 (Five) consecutive years, subject to the approval of the members of the Company. Subsequently the members of the Company by passing a special resolution through postal ballot approved the re-appointment of Mr. Vivekanand Heroor Kamath (DIN:07260441) as an Independent Director of the Company for a Second Term of 5 (Five) consecutive years.

Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on August 11, 2023 approved the appointment of Mr. Mohan Sitaram Adsul (DIN: 09753984) with effect from August 11, 2023 as an Additional Director and Whole-Time Director of the Company for a period of 3 (Three) years, subject to the approval of the members of the Company. Subsequently the members of the Company passed a special resolution in the Annual General Meeting and approved the appointment of Mr. Mohan Sitaram Adsul (DIN: 09753984) as Whole-Time Director of the Company for a period of 3 (Three) years.

B. Appointment and Cessation of Independent Directors:

Mr. Tushar M. Parikh (DIN: 00049287), Dr. Mahesh C. Agarwal (DIN: 02595878) and Mr. Ramesh P. Makhija (DIN: 00209869) have completed their second term as Independent Director(s) of the Company and consequently ceased as Director(s) of the Company from the closure of business hours on March 31, 2024.

Mr. Manoj K. Sonawala (DIN: 00235168), Mr. Deepak N. Chawla (DIN: 10497108) and Dr. Nayan J. Rawal (DIN: 00184945), were appointed as Additional Director(s) in the category of Non-Executive and Independent Director(s) of the Company for first term of 5 (five) consecutive years, with effect from April 01, 2024 to March 31, 2029 by the Board of Directors of the Company and subsequently, the members of the Company has approved and regularised their appointment as Director(s) in the category of Non-Executive and Independent Director(s) of the Company through postal Ballot process completed on May 07, 2024.

The composition of the Board of Directors and its committees, is in accordance with provisions of the companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

C. Retirement by Rotation:

In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mrs. Sarita Garware Ramsay of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment.

Her brief profile and other details as required under the Act and the Listing Regulations for her re-appointment as Director is provided in the Notes to the Notice of 67th Annual General Meeting of the Company.

D. Key Managerial Personnel:

The Company has complied with the requirements of having Key Managerial Personnel as per the provisions of Section 203 of the Companies Act, 2013.

Shri S. B. Garware - Chairman & Managing Director, Ms. Monika Garware – Vice Chairperson & Jt. Managing Director, Mrs. Sarita Garware Ramsay - Joint Managing Director, Mr. Mohan Sitaram Adsul-Whole Time Director, Mr. Pradeep Mehta - Chief Financial Officer (CFO) and Mr. Awaneesh Srivastava - Company Secretary & Vice President (Legal), are the Key Managerial Personnel of the Company.

F. Independent Directors declaration:

Pursuant to the provisions of Section 149 of the Act, all the Independent Directors of the Company have submitted a declaration that each of them meets the criteria of independence as per provisions of the Companies Act, 2013, rules there under, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and there has been no change in the circumstances which may affect their status as an Independent Directors during the year. In the opinion of the Board of Directors, all the Independent Directors fulfil the criteria of independence as provided under the Act, rules made there under and the Listing Regulations and that they are independent of the management.

None of the Directors of the Company are disqualified for being appointed as Directors as specified under Section 164 of the Act read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

19) MEETINGS OF THE BOARD

Five meetings of the Board of Directors were held during the FY 2023-24 and the gap between two consecutive board meetings was within the statutory limit. The details of the number of meetings held and attended by each Director are provided in the Corporate Governance Report, which forms part of this Report.

20) PERFORMANCE EVALUATION OF BOARD

Pursuant to Regulation 17 of the Listing Regulations read with Schedule IV of the Act, a formal evaluation of Board's performance and that of its Committees and individual directors had been done. A structured questionnaire was prepared after taking into consideration of the various aspects of the Board functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance. Said structured questionnaire performance evaluation forms were circulated to all the Directors. Based on feedback, an evaluation Report was prepared and forwarded to the Chairman and the respective Director to maintain the confidentiality of the Report.

The Independent Directors at their meeting held on February 8, 2024 evaluated performance of the Chairman, non-independent directors of the Company. The Directors expressed their satisfaction with the evaluation process.

The Board has carried out and completed the performance evaluation of all the Independent Directors. The performance evaluation of the Chairman and the Non-Independent Directors was also carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

21) UNCLAIMED DIVIDEND AND SHARES

The Company is in compliance with provisions of Section 125 of the Companies Act 2013, along with relevant applicable rules and circulars issued there under from time to time by the Ministry of Corporate Affairs.

During the year the Company was not required to transfer any amount of dividend and shares with respect to said dividend, which have remained unpaid or unclaimed for a period of 7 (seven) years, to IEPF Authority.

22) POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which forms part of the Directors' Report.

The said Policy of the Company, inter alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment & re-appointment of Directors on the Board of the Company and persons holding Senior Management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Act and Listing Regulations.

The Policy is also available on the website of the Company www.garwarehitechfilms.com.

23) INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations and well documented procedures for various processes which are periodically reviewed for changes warranted due to business needs. The Internal Auditor continuously monitors the efficiency of the internal controls / compliance with the objective of providing to Audit Committee and the Board of Directors, an independent, objective and reasonable assurance of the adequacy and effectiveness of the organisation's risk management, control and governance processes. This system of internal control facilitates effective compliance of Section 138 of the Act and the Listing Regulations.

To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee. The Internal Auditor monitors and evaluates the efficiency and adequacy of the internal control system with reference to the Financial Statement. Based on the report of internal auditor, process owners undertake corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee. During the year under review, no reportable material weakness in the operation was observed. Regular audit and review processes ensure that such systems are reinforced on an ongoing basis.

24) COMMITTEES OF THE BOARD

The Board of Directors of the Company had constituted various Committees and approved their terms of reference / role in compliance with the provisions of the Companies Act, 2013 and Listing Regulations viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee, Vigil Mechanism Committee and Risk Management Committee. The members of the Audit Committee are financial literate and have experience in financial management. The composition of the Committees as given in the Corporate Governance Report is in accordance with applicable provisions of the Companies Act, 2013, Rules thereunder and Listing Regulations.

25) AUDITORS AND THEIR REPORTS

A. Statutory Auditors

The members of the Company re-appointed M/s. Manubhai & Shah LLP (Firm Registration No. 106041W/W100136), Chartered Accountants, as the Statutory Auditors of the Company for a period of 5 years, accordingly, the said Statutory Auditors is retiring at the conclusion of the 67th

Annual General Meeting ("AGM").

*Therefore, the Board of Directors of the Company has approved and recommended to the shareholders for the appointment of M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) as the Statutory Auditors of the Company for a term of five (5) consecutive years effective from the conclusion of ensuing 67th AGM till the conclusion of the 72nd AGM to be held in the year 2029. M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) has consented to the said appointment and confirmed that their appointment, if made, would be in accordance with the provisions of Section 139 of the Act and that they are not disqualified within the meaning of Section 139 and 141 of the Act read with rules made thereunder and would be in conformity with the limits specified in the said Section.

Further, the members of the Company have re-appointed M/s. Kirtane & Pandit LLP (Firm Registration No. 105215W/W100057), Chartered Accountants, as a Joint Statutory Auditors of the Company for a period of 3 years, until the conclusion of 68th Annual General Meeting of the Company.

The Auditor's Report on the Standalone and Consolidated Financial Statements of the Company for the Financial Year 2023-24 as submitted by the Statutory Auditors of the Company did not contain any qualifications, reservation, adverse remarks or disclaimer. The Notes on the Financial Statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

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

B. Internal Auditor

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and on the recommendation of the Audit Committee M/s. Deloitte Touche Tohmatsu India, LLP, Chartered Accountants were appointed as Internal Auditors of the Company.

C. Cost Auditor

As per the requirement of central government and pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company has been carrying out the audit of cost records.

M/s. B. R. Chandak & Co., Cost Accountants (Firm Registration No. 100380), Cost Accountants, Chhatrapati Sambhajnagar (Aurangabad) was appointed as cost auditors to audit the cost accounts of the Company for financial year 2023-24.

D. Secretarial Auditor

Pursuant to Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has obtained the Secretarial Audit Report for the financial year ended March 31, 2024 from M/s. Manish Ghia & Associates, Company Secretaries, Practising Company Secretaries, Mumbai and it is annexed as "Annexure IV" to this Report.

*Inserted post appointment and recommendation by the Board.

During the financial year 2023-24 the Secretarial Auditors had not reported any matter u/s 143(12) of the Act, therefore no details are required to be disclosed u/s 134(3) (ca) of the Act.

The secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

During the year 2023-24, the Company has complied with applicable Secretarial Standards issued by the Institute of the Company Secretaries of India.

26) RISK MANAGEMENT

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The Board has laid down a Risk Management Policy and has also established a dedicated Risk Management Committee, governed by the Board of Directors, to make persistent efforts for identifying various types of risks, laying mitigation measures, monitoring, and defining future action plan. The audit committee has additional oversight in the area of financial risks and controls. Geo-political situations like the Israel Hamas war have further forced global businesses to revisit their operations, delivery, supply chains and contractual aspects. Operating in an uncertain and ever-changing environment, our Company's robust enterprise risk management framework aids in ensuring the strategic objectives are achieved. 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 policy has been covered in the management discussion and analysis, which forms part of this report.

27) PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

28) RELATED PARTY TRANSACTIONS ('RPTS')

All the transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The Audit Committee had given omnibus approval for the transactions (which are repetitive in nature) and the same were reviewed and approved by the Board.

There were no material significant transactions with related parties during the financial year 2023-24 which were in conflict with the interest of the Company. The Directors would like to draw the attention of the members to Note No.30 to the financial statement which sets out related party disclosure.

Pursuant to the provision of Section 134(3)(h) of the Companies Act, 2013, Form AOC-2 is not applicable to the Company.

29) CORPORATE SOCIAL RESPONSIBILITY

The expenditure on Corporate Social Responsibility (CSR) incurred by your Company during the financial year 2023-24 was ₹ 368.00 Lakh (2 % of the average net profits of last three financial years) on CSR activities that does not include the expenses made on the activities carried out by the Garware Community Center and Garware Bal Bhawan. The detailed report on the CSR activities is annexed as "Annexure I" and forms part of this Report.

The CSR initiatives of your Company were under the thrust areas of health & hygiene, education, old age home for disabled people and rehabilitation of distressed / depressed people.

The constitution of the CSR Committee and its terms of reference are more particularly stated in the Corporate Governance Report which forms a part of this Report. CSR Policy of the Company is available on the website of the Company at www.garwarehitechfilms.com

30) ANNUAL RETURN

As per provisions of Section 92 (3) and 134(3)(a) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the copy of the Annual Return in the Form MGT-7 is hosted on website of your Company at: <https://www.garwarehitechfilms.com/investors/>

31) PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

During the year, 3 Directors & 2 Employee were in receipt of remuneration of ₹ 1.02 Crore per annum or more amounting to ₹ 1,883.51 Lakhs out of which two directors were relative(s) of Shri S. B. Garware Chairman & Managing Director of the Company. During the year, the Company had 885 (Previous Year 852) permanent employees. The information required under Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended March 31, 2024 is given in a separate "Annexure II" to this Report.

32) PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Pursuant to the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, during the year under review, there were no cases filed and there were NIL Complaint received. The Company has constituted the Internal Complaint Committee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has zero tolerance towards sexual harassment at workplace and has adopted a policy to abide by letter and spirit requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The Company has Internal Complaints Committee (ICC) to redress the complaints of sexual harassment. During the year, Company has not received any complaint of sexual harassment.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on end of the financial year	Nil

33) CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION AND ANALYSIS REPORTS

The Company has implemented procedures and adopted practices in conformity with the code of Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Company has implemented Code of Conduct for all its Executive Directors and Senior Management Personnel, Non-Executive Non-Independent Directors and Independent Directors, who have affirmed compliance thereto. The said Codes of Conduct have been posted on the website of

the Company. The Management Discussion and Analysis Report and Corporate Governance Report, appearing elsewhere in this Annual Report forms part of the Board's Report. A certificate from the Practising Company Secretary of the Company certifying the compliance of conditions of Corporate Governance is also annexed hereto.

34) VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the Listing Regulations, includes an Ethics & Compliance Task Force comprising senior executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Task Force or to the Chairman of the Audit Committee. No complaints were received under whistle blower mechanism during the year under review.

The Policy on vigil mechanism and whistle blower policy is available on the Company's website at the www.garwarehitechfilms.com.

35) DEPOSITS / LOANS FROM DIRECTORS

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet. Further, your Company has not accepted any deposit or any loan from the directors during the year under review.

36) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in "Annexure III" to this Report.

37) SIGNIFICANT AND MATERIAL ORDERS

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

38) BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

As per Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Business Responsibility and Sustainability Report is attached and is a part of this Annual Report as set out in "Annexure V" of this report.

39) INDUSTRIAL RELATIONS

The relations between the Employees and the Management remained cordial during the year under review. The Directors wish to place on record their appreciation of the contribution made by the Employees at all levels.

Harmonious Industrial Relations has always been a key strength of our organization.

Open Communication Policy has given a voice to every single employee to express up to the level of Top Management.

Respect to diversified categories of workforce, uniformity in welfare interventions and one to one connect between employees with their managers has been instrumental in providing Happy, Inclusive & Harmonious work environment to our people.

40) NODAL OFFICER

The Company has appointed Mr. Awaneesh Srivastava, Company Secretary as the Nodal Officer for the purpose of verification of claims filed with the Company in terms of IEPF Rules and for co-ordination with the IEPF Authority. The said details are also available on the website of the Company www.garwarehitechfilms.com

41) THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016)

No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable.

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

The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

43) ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the wholehearted co-operation received by the Company from the various departments of the Central & State Governments, Company's Bankers and Financial & Investment Institutions during the period under review

For and on behalf of the Board of Directors

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

Place: Mumbai
Date: May 29, 2024

THE ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

Corporate social responsibility of the Company is aligned with 'Garware' tradition of creating wealth in the community with focus on Art, Culture, Sports, health, education and safety.

The management believes in the famous saying that, 'If you want to walk fast, walk alone. But if you want to walk far, walk together'.

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.	Dr. M.C Agarwal	Chairman of the Committee / Independent Director	2	2
2.	Mr. Nilesh Doshi	Member/ Independent Director	2	2
3.	Mr. Uday V. Joshi *	Member/ Executive Director	2	1
4.	Mr. Mohan Adsul **	Member/ Executive Director	2	1

* Mr. Uday V. Joshi ceased as member of the Committee w.e.f. October 01, 2023.

** Mr. Mohan Adsul appointed as member of the Committee w.e.f. October 01, 2023.

Dr. M.C Agarwal and Mr. Nilesh Doshi, ceased as Chairman/Member and Member of the Committee, respectively, w.e.f. March 31, 2024.

Mr. Manoj Sonawala and Ms. Devanshi Nanavati, appointed as Chairman/Member and Member of the Committee, respectively, w.e.f. April, 01, 2024.

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.

<https://www.garwarehitechfilms.com>

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:

- NIL

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Lakhs)	Amount required to be set-off for the financial year, if any (in Lakhs)
NIL			

6. Average net profit of the company as per section 135(5): ₹ 18,382.00 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 368.00 Lakhs.

(b) Surplus arising out of the CSR projects, programmes, or activities of the previous financial years: NIL

(c) Amount required to be set off for the financial year, if any: NIL

(d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 368.00 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Lakhs)	Amount Unspent (in ₹)				
	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.
368.00	-	-	-	-	-

(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)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
NIL												

(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)	Location of the project.		Amount spent for the project (in ₹ Lakhs)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	Promoting Health Care Measures for poor people.	Health	Yes	Maharashtra	Aurangabad, Mumbai, Sangali	12.00	No	Garware Charitable Trust	CSR00001976
2.	Promoting education, including special education and employment enhancing vocation skills	Education				05.00	No		
3.	Promoting /Setting up old Age Home, day cares centers and such other facilities	Welfare				351.00	No		
Total						368.00			

(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)- ₹ 368.00 Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	368.00
(ii)	Total amount spent for the Financial Year	368.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.00
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.00

(h) 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 ₹)	Amount spent in the reporting Financial Year (in ₹)	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 ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	Not Applicable						

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project Completed / Ongoing
1	Not Applicable							

9. 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: Not Applicable

(Asset-wise details)

- Date of creation or acquisition of the capital asset(s).
- Amount of CSR spent for creation or acquisition of capital asset.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):- Not Applicable

Place: Mumbai
Date: May 29, 2024

Dr. S.B. Garware
Chairman and Managing Director
DIN: 00943822

Manoj Sonawala
Chairman of CSR Committee
DIN: 00235168

**Information required under Section 197 of the Companies Act, 2013 read with Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014**

PART A

A. Ratio of remuneration of each Director to the median remuneration of all the employees of your company for the Financial Year 2023-24 are as follow.

Name of Director(s)	Designation / Category	Total Remuneration ₹ in Lakhs (p.a.)	Ratio of remuneration of director to the Median remuneration
Shri. S. B. Garware	Chairman and Managing Director	815.13	144.73
Ms. Monika Garware	Vice Chairperson & Jt. Managing Director	785.14	139.41
Mrs. Sarita Garware Ramsay	Jt. Managing Director	614.90	109.18
Ms. Sonia Garware	Non-Executive & Non-Independent	1.00	0.18
Mr. M.S. Adsul	Director Technical (Appointed w.e.f.11/08/2023)	97.45	17.30
Mr. Ramesh P. Makhija	Non-Executive & Independent Director	2.00	0.36
Dr. M. C. Agarwal	Non-Executive & Independent Director	2.83	0.50
Mr. T. M. Parikh	Non-Executive & Independent Director	1.85	0.33
Mr. Nilesh R. Doshi	Non-Executive & Independent Director	1.85	0.33
Mr. U. V. Joshi	Whole-Time Director (ceased from 17/10/2023)	36.70	6.52
Ms. Devanshi Nanavati	Non-Executive & Independent Director	1.20	0.21
Mr. Vivekanand H. Kamath	Non-Executive & Independent Director	1.93	0.34

Median remuneration of the Company for all its employees is ₹ 5.63 Lakhs p.a. for the Financial Year 2023-24.

B. Details of percentage increase in the remuneration of Executive Directors, Chief Financial Officer and Company Secretary in the financial year 2023-24 are as follows

Name	Designation / Category	Remuneration ₹ In Lakhs		Increase (in%)
		2023-24	2022-23	
Shri. S. B. Garware	Chairman and Managing Director	815.13	722.69	12.79
Ms. Monika Garware	Vice Chairperson & Jt. Managing Director	785.14	694.61	13.03
Mrs. Sarita Garware Ramsay	Jt. Managing Director	614.90	462.08	#
Ms. Sonia Garware	Non-Executive & Non-Independent	1.00	0.80	25.00
Mr. M. S. Adsul	Director Technical (Appointed w.e.f.11/08/2023)	97.45	-	#
Mr. Ramesh P. Makhija	Non-Executive & Independent Director	2.00	1.50	33.33
Dr. M. C. Agarwal	Non-Executive & Independent Director	2.83	2.63	7.62
Mr. T. M. Parikh	Non-Executive & Independent Director	1.85	1.95	(5.13)
Mr. Nilesh R. Doshi	Non-Executive & Independent Director	1.85	1.75	5.71
Ms. Devanshi Nanavati	Non-Executive & Independent Director	1.20	1.20	-
Mr. Vivekanand H. Kamath	Non-Executive & Independent Director	1.93	1.55	24.19
Mr. H.N. Nikam	Whole-Time Director (Resigned w.e.f.18/10/2022)	-	26.38	#
Mr. U.V. Joshi	Whole-Time Director (ceased from 17/10/2023)	36.70	27.45	#
Mr. Awaneesh Srivastava	Company Secretary	95.37	87.88	8.52
Mr. Pradeep Mehta	Chief Financial Officer	81.28	74.20	9.54

since the remuneration is only for part of the year so % increase in remuneration is not comparable and hence not stated.

C. Percentage increase in the median remuneration of all employees in the Financial Year 2023-24

Particulars	2023-24	2022-23	Increase (in%)
Median remuneration of all employees per annum	5.63	5.32	5.83

D. The number of permanent employees on the rolls of the Company: 885

E. The explanation on the relationship between average increase in remuneration and Company's performance:

Garware's reward principles are influenced by individual performance as well as various factors such as competitive market practices, cost considerations and of course, the business results achieved. The final salary increases that are made depend on the Company's market competitiveness within this comparator group, while at the same time taking into account the performance of the Company as well that of the concerned individual. The Company is committed to pay for performance culture which endeavors to differentiate pay levels on an individual performance basis. The salary increases that were made during the year were in line with both the Company's performance as well as the Company's market competitiveness.

F. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company: Total Remuneration to Key Managerial Personnel (KMP) for the year 2023-24.

Total Revenue (₹ in Lakhs)	162,037.24
Total Remuneration of KMP as % to Revenue	1.56%
Profit Before Tax (PBT) (₹ in Lakhs)	23,993.19
Total Remuneration of KMP as % of PBT	10.53%

- Variations in the market capitalization of the company: The market capitalization of the company as at the closing date of the current financial year and previous financial year has increased by 233.81%.
- Earnings per Share: ₹77.88 per Share on 31st March, 2024 and ₹63.53 per Share on 31st March, 2023.
- Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

The closing share price of the Company at BSE Limited on 31st March, 2024 being ₹ 1746.35 per equity share of face value of ₹10 each has gone up by 1740% since the last Right issue by the Company, which was made in the year December 1995.

G. Comparison of average percentage increase in salary of employees other than key managerial personnel and the percentage increase in the key managerial remuneration:

Particulars	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs	Increase (Decrease) %
Salary of all employee(other than Key Managerial Personnel)	9,291.94	7,921.31	17.30
Key Managerial Personnel			
Salary of MD, Jt.MD & WTD.	2,349.32	1,933.21	21.52 (*,#)
Salary of CFO & CS	176.65	162.08	8.99

The increase in remuneration of employees other than the managerial personnel is in line with the increase in remuneration of managerial personnel.

*This includes Commission also.

Since the remuneration is only for part of the year so % increase in remuneration is not comparable.

H. Key parameters for the variable component of remuneration paid to the Directors:

The key parameters for the variable component of remuneration to the Directors are decided by the Nomination and Remuneration Committee in accordance with the principles laid down in the Nomination and Remuneration Policy.

- There are no employees of the Company who receive remuneration in excess of the highest paid Director of your Company.

J. Affirmation that the remuneration is as per the Nomination and Remuneration Policy of your Company: It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Nomination and Remuneration Policy of your Company.

PART B.

The statement containing names and other particulars of employees as per Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report. The Annual Report is being sent to all the Members of the Company excluding the aforesaid statement. Any Member interested in obtaining a copy of the same may write to the Company Secretary and same will be provided free of cost to the Member.

A. CONSERVATION OF ENERGY

Our Company has always focused on energy conservation and also strived to improve efficiency. Studies are conducted on regular basis to analyze quantitative energy consumption pattern and to find ways and means to improve efficiency.

We have executed a modernization program and carried out upgradation of the critical equipment in plant. This will ensure uninterrupted service and efficient operations.

Following successful energy conservation efforts were made during the period under review-

Total 34 Energy projects were completed in view of Energy cost reduction in Waluj & Chikalthana Complex in the Year 2023-24. Few of them are as given below

Waluj Complex (Summary of Major Projects) :

- Reduction in change over time in resin preparation process.
- Provision of interlocks to Chips conveying blower 100 Mt Silos
- Replacement of conventional light by energy efficient LED lights
- Reduction in motor power consumption at line 4 by speed optimization (C1, C2, & CX5 TDO Blower)
- Energy saving at AHU No. 3 & 4

Chikalthana Complex (Summary of Major Projects)

- Optimization of electrical power consumption for conveying recycled chips to Line -2 feeding system.
- Optimization of Chiller System in Chikalthana Plant
- Energy conservation in Line 2 Winder AHU
- Effective utilization of APH system to reduce FO Consumption
- Line-1 MDO separate chiller system to stop and chiller water taken from main chiller.

Implementation of 34 No. of Projects in FY 2023-24 resulted in Annual Energy Savings of ₹ 177 Lakhs

B. TECHNOLOGY ABSORPTION- RESEARCH AND DEVELOPMENT (R & D)

Company's R&D Centre is accredited by the Department of Scientific and Industrial Research, Ministry of Science and Technology, Government of India, and is engaged in research on new applications and development of new products, improvement of manufacturing processes and debottlenecking activities. Your Company's thrust on R&D activities has paid rich dividends. New formulation development is done on PPF Top coat and specialty coatings for Lidding application.

1. Specific areas in which R & D carried out by the Company.

- a. Development of Recyclable shrink film 30-50%.
- b. Safety film development within UV stabilized property.
- c. Black and White PPF.
- d. New Matt film developed for partition graphics.
- e. Matte finish opaque film development for Printing, Label application.
- f. Heat sealable polyester film with inline Antifog coating to set for property for Lidding application.
- g. Speciality Selective film for Exterior application.

2. Benefit derived as result of the above R & D

Value added products developed and production costs reduced.

3. Expenditure on R & D / Product Development

(₹ in Lakhs)

Expenditure on R & D / Product Development	Amount
Capital (Excl. CWIP)	0.55
Recurring	686.16
Total	686.71

Total R & D expenditure as a percentage to total turnover 0.43 %

4. Technology absorption, adaptation and innovation

1 Efforts made towards technology absorption, adaptation, and innovation:

- a) Establishment of R-PET shrink film.
- b) Black and White PPF.

2. Benefits derived because of above efforts.

Cost-effective, value-added products developed and established.

3. Technology imported during the last five years: Nil

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

I. Activities relating to exports, initiatives taken to increase export markets for products and services and export plans.

1. The export marketing activities are being consolidated to maintain the share of exports in total production. New markets are being explored.
2. Constant endeavor is being made to establish the products in specific overseas regional markets and to accomplish the same, individuals with knowledge and experience of these markets are appointed to service the customers.
3. The Company has established marketing outfits in USA and UK.

II. Total Foreign Exchange used and earned

		(₹ in Crores)
Used	:	433.49
Earned (FOB Basis)	:	1154.26

Place: Mumbai
Date: May 29, 2024

For and on behalf of the Board of Directors

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

Annexure IV

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

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

To
The Board of Directors,
GARWARE HI-TECH FILMS LIMITED
Naigaon, Post Waluj,
Chhatrapati Sambhajnagar
(Aurangabad) - 431133.

Dear Sir / Madam,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Garware Hi-Tech Films Limited (CIN: L10889MH1957PLC010889)** and having its registered office at Naigaon, Post - Waluj, Chhatrapati Sambhajnagar - 431133, Maharashtra (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not applicable to the Company during the audit period**);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**Not applicable to the Company during the audit period**);
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the audit period**); and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations, 2015**");

- (vi) There are no laws that are specifically applicable to the company based on their sector/industry.

We have also examined compliance with the applicable clauses 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, Standards, Guidelines etc. mentioned above.

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. However, in the minutes of the meetings of Board and its Committees for the period under review, no dissents were noted and hence we have no reason to believe that decisions by the Board were not approved by all the directors present.

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, standards, guidelines and directions.

We further report that there were no major corporate events during the period under review.

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

For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)

CS Mannish L. Ghia
Partner

Place: Mumbai
Date: May 29, 2024
UDIN: F006252F000471684

M. No. FCS 6252, C.P. No. 3531
PR 822/2020

‘ANNEXURE A’

To
The Members,
GARWARE HI-TECH FILMS LIMITED
Naigaon, Post Waluj,
Chhatrapati Sambhajanagar
(Aurangabad) - 431133.

Dear Sir / Madam,

Sub.: Our Report of even date is to be read along with this letter;

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial Audit Report 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 Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)

Place: Mumbai
Date: May 29, 2024
UDIN: F006252F000471684

CS Mannish L. Ghia
Partner
M. No. FCS 6252, C.P. No. 3531
PR 822/2020

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L10889MH1957PLC010889						
2.	Name of the Listed Entity	Garware Hi-Tech Films Limited						
3.	Year of incorporation	1957						
4.	Registered office address	Naigaon, Post Waluj, Chhatrapati Sambhajinagar (Aurangabad), 431 133, India						
5.	Corporate address	Garware House, 50-A, Swami Nityanand Marg, Vile Parle (East), Mumbai-400 057, India						
6.	E-mail	cs@garwarehitech.com						
7.	Telephone	0240-2554427 – 4430						
8.	Website	https://www.garwarehitechfilms.com						
9.	Financial year for which reporting is being done	2023-2024						
10.	Name of the Stock Exchange(s) where shares are listed	<table border="1" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">Name of the Exchange</th> <th style="text-align: left;">Stock Code</th> </tr> </thead> <tbody> <tr> <td>NSE</td> <td>GRWRHITECH</td> </tr> <tr> <td>BSE</td> <td>500655</td> </tr> </tbody> </table>	Name of the Exchange	Stock Code	NSE	GRWRHITECH	BSE	500655
Name of the Exchange	Stock Code							
NSE	GRWRHITECH							
BSE	500655							
11.	Paid-up Capital	INR 23,23,23,940						
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Awaneesh Srivastava Company Secretary and Vice President- Legal Contact- +91 022 66988000						
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 disclosures under this report are made on standalone basis for Garware Hi-Tech Films Limited. (GHFL)						
14.	Name of assurance provider	Not Applicable as per the SEBI Circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated July 12, 2023.						
15.	Type of assurance obtained	Not Applicable as per the SEBI Circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated July 12, 2023.						

Note: Please note that the numbers have been rationalized in this year's report, wherever required.

II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing of Poly films	Comprises Polyester film manufacturing	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Manufacturing of Poly films	3131	100%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	3	2	5
International	0	2*	2

* US & UK has one office each

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	28
International (No. of Countries)	90+

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

76%

c. A brief on types of customers.

Our product range is categorized into two primary divisions: The Industrial Product Division (IPD) and the Consumer Product Division (CPD). The IPD primarily serves to converters who use our film for various end-uses like flexible packaging, shrink labels and lidding for numerous brand owners in the food packaging, pharmaceutical and personal care sectors. Additionally, our films serve as insulation in a range of electrical and electronic devices, including household appliances and transformers. Conversely, CPD offerings are distributed for diverse uses, including window lamination, solar films and architectural films, among others.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (D)	580	574	98.97	6	1.03
2.	Other than Permanent (E)	145	145	100.00	0	0.00
3.	Total employees (D + E)	725	719	99.18	6	0.82
WORKERS						
4.	Permanent (F)	305	305	100.00	0	0.00
5.	Other than Permanent (G)	745	745	100.00	0	0.00
6.	Total workers (F + G)	1050	1050	100.00	0	0.00

b. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	Nil. The Company does not have any disabled worker as defined under The Rights of Persons with Disabilities Act, 2016 predominantly because of nature of our activities and processes. However, the Company does not discriminate people with reduced mobility in its recruitment process.				
2.	Other than Permanent (E)					
3.	Total differently abled employees (D + E)					

DIFFERENTLY ABLED WORKERS		
4.	Permanent (F)	Nil. The Company does not have any disabled worker as defined under The Rights of Persons with Disabilities Act, 2016 predominantly because of nature of our activities and processes. However, the Company does not discriminate people with reduced mobility in its recruitment process.
5.	Other than permanent (G)	
6.	Total differently abled workers (F + G)	

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	11	4	36.37
Key Management Personnel	3	0	0.00

22. 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	2.98	0.00	1.49	14.11	13.33	13.72	13.01	26.67	19.84
Permanent Workers	0.59	0.00	0.24	8.14	0.00	4.70	4.65	0.00	2.32

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

23. (a) 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.	Garware Hi-Tech Films International Limited Unit 1.05,1.06, The Plaza, 535 Kings Road, London – SW10 OSZ.	Subsidiary	100	No
2.	Global Hi-Tech Films Inc. 101 Lake Forest blvd; Suit-410, Gaithersburg MD 20877 United States	Subsidiary	-*	No

*Global Hi-Tech Films Inc. is a step down subsidiary (100%).

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

- a. Turnover (in ₹) – 1581,65,10,426/-
- b. Net worth (in ₹) – 1978,60,13,087/-

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 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 web-link 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	Nil	Nil			Nil		
Investors (other than shareholders)	NA	Nil			Nil		
Shareholders	The Company has empowered a Board-level Stakeholders Relationship Committee (“SRC”) to examine and redress complaints by shareholders.	12	Nil	#	29	Nil	#
Employees and workers	Open door policy as prescribed as per our HR policies	Nil			Nil		
Customers	Concerned functional head acts as grievance redressal officer	Nil			Nil		
Value Chain Partners	Concerned functional head acts as grievance redressal officer	Nil			Nil		
Other (please specify)	NA						

All complaints are promptly resolved.

26. Overview of the entity’s material responsible business conduct issues 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.

S. No.	Material issue identified ¹	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.	Energy Management (Climate Change, GHG Emissions and Air Pollution)	Risk	The evolving landscape of regulations that affect emissions and climate change presents a significant risk due to the potentially dangerous nature of the operations we conduct.	To address the risk, the Company has taken several proactive steps, including: i. Setting up renewable energy installations, like solar and wind, both within and around the plant to decrease reliance on externally sourced electricity. ii. Green Power Purchase agreement iii. Conducting tree plantation initiatives in and around the plant area. iv. Installing solar heaters within the plant to harness direct thermal energy for various processes.	Negative- No negative impact in the reporting year.

¹ Material issues identified are referred from the Sustainability Accounting Standards Board (SASB) 2023-24 version. SASB Standards are maintained and enhanced by the International Sustainability Standards Board (ISSB); this follows the SASB’s merger with the International Integrated Reporting Council (IIRC) into the Value Reporting Foundation (VRF) and subsequent consolidation into the IFRS® Foundation in 2022

S. No.	Material issue identified ¹	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)
2.	Disposal of Post-consumer Plastic Waste	Risk	For GHFL, the disposal of plastic waste represents a significant environmental risk factor, given that plastic is the most critical component of our products.	The Company collaborates with external entities to retrieve post-consumer waste under Extended Producer Responsibility.	Negative- No negative impact in the reporting year.
3.	Use of Raw Materials	Opportunity	By choosing sustainable raw materials, GHFL can reduce the environmental and social footprint of its business processes.	-	Positive
4.	Talent Attraction and Management	Opportunity	By securing and maintaining a workforce of highly skilled and knowledgeable individuals, the Company can take a step ahead on the path of sustainability. Talented employees are instrumental in fostering innovation, elevating productivity and propelling the Company's growth.	-	Positive
5.	Occupational Health and Safety	Risk	Incidents related to Occupational Health and Safety have the potential to tarnish a Company's image among employees, clients, investors and the wider community. Reports of workplace mishaps or occupational diseases can lower the morale of the workforce and adversely influence the perception of the organization's commitment to safety and wellbeing.	The Company has enacted various strategies to manage risk, including: <ul style="list-style-type: none"> • A comprehensive safety policy rooted in the cycle of Planning, Doing, Checking and Acting. • Regular assessments of the plant and its facilities to identify and correct any unsafe or substandard conditions that may lead to injury or harm. • Implementation of procedures such as Hazard Identification and Risk Assessment, as well as systems for reporting hazards, incidents and near misses, to recognize workplace hazards and assess risks. 	Negative- No negative impact in the reporting year.
6.	Supply chain	Risk	Inability to acquire equipment, reagents, or chemicals in a timely manner, or altogether, from third parties on agreeable commercial terms could hinder our capacity to deliver our orders. Moreover, some of our medical and laboratory apparatus are obtained through leasing arrangements.	The Company adheres to its established Standard Operating Procedures for sustainable purchasing and conducts daily oversight of Released Purchase Requisitions (Sanctions), open Purchase Orders (Materials in transit), as well as inventories of Major Raw Materials, Consumables, Critical Spare Parts and Project-related items.	Negative- No negative impact in the reporting year.
7.	Labour Relations	Risk	GHFL could encounter risks to its reputation and increased lawsuits if it fails to comply with legal and regulatory requirements concerning its labour force it utilizes.	The Company has established an audit committee tasked with overseeing the Company's adherence to regulatory compliance, ensuring that the Company refrains from employing child labour or forced labour. Additionally, GHFL ensures that all its labour compliances are timely complied with.	Negative- No negative impact in the reporting year.

S. No.	Material issue identified ¹	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)
8.	Regulatory Compliance	Risk	GHFL operates in a very strictly regulated environment and faces reputational risk in case of non-compliance with the laws and regulations.	The Company has established an audit committee that monitors the Company's adherence to regulatory requirements.	Negative- No negative impact in the reporting year.
9.	Ethics & Integrity	Opportunity	GHFL upholds strong ethics and integrity that in turn bolsters the organization's credibility within the industry.	-	Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put 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
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs.	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	<p>All the SEBI mandated policies are available at https://www.garwarehitechfilms.com/investor/policies-of-company/</p> <ol style="list-style-type: none"> 1. Familiarization Programme for Independent Directors- P11 2. Prevention of Sexual Harassment Policy- P5I 3. Anti- Bribery and Anti- Corruption Policy- P11 4. Corporate Social Responsibility Policy- P4, P8I 5. Whistleblower Policy- P1I 6. Policy on board diversity-P1, P8I 7. Policy on Related Party Transactions- P1, P4, P7I 8. Code of conduct for Board of Directors & Senior Management Policy- P1I 9. Code of Conduct for Prevention of Insider Trading- P1, P8I 10. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information- P1I 11. Annual Disclosure of Holdings by Designated Personnel- P1I 12. T&C Appointment of IDP- P1I 13. Risk Management Policy- P1, P6 I 14. Policy on Preservation of Documents- P1, P2I 15. Policy for determination of material events- P1, P4I 16. Sustainability Policy- P2. P6, P9I 17. Dividend Distribution Policy- P3, P4I 18. Policy for Determining Material Subsidiaries- P1, P4, P7I 19. Nomination and Remuneration Policy- P3, P4I 20. Policy on succession planning for the board and senior management- P3, P4I 21. Archival Policy- P1I <p>Additionally, the Company maintains a few other policies available on the Intranet and the same are accessible to all employees.</p>								

2. Whether the entity has translated the policy into procedures.	Yes, our policies are backed with effective and functional SOPs.
3. Do the enlisted policies extend to your value chain partners?	A few of our policies are extended to our value chain partners as well. These are as follow: <ul style="list-style-type: none"> • Code of conduct • Anti- Bribery and Anti- Corruption Policy; and • Training policy
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.	The Company has obtained following certifications ensuring quality management: <ol style="list-style-type: none"> 1. BRC rated AA- assures packaging suppliers are compliant to the Global Food Safety Initiative (GFSI) and The "AA" certification is the highest possible rating for a BRC planned audit P1, P9 2. ISO 9001:2015- specifies requirements for a quality management system P1 taken for Chikalthana and Waluj plant.
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	As part of our ESG agenda, we aim to establish short, medium and long-term goals for sustainability metrics concerning climate action, energy usage, water conservation, waste management, air quality improvement, greenhouse gas mitigation and biodiversity preservation. Consistent with these objectives, we plan to cut our total emissions by 50% compared to the fiscal year 2022-23 by 2029-30.
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	
Governance, leadership and oversight	
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	<p>The director responsible for the business responsibility report underscores the importance of ESG factors, pointing out the challenges, goals and accomplishments in this area. At Garware Hi-Tech Films Limited, sustainability is integral to our mission of improving planetary health. Our commitment to innovation propels us towards a sustainable and brighter future, with a focus on generating long-term economic benefits for stakeholders and enhancing the environmental and social welfare of our communities.</p> <p>We prioritize continuous innovation and have introduced eco-friendly products like films with low oligomer content, energy-saving sun control window films and offerings made from post-consumer recycled PET, all contributing to our reduced carbon footprint. Our efforts in reducing energy use, maximizing the use of renewable resources and post-consumer recycled materials, minimizing production waste, fully recycling production waste and cutting down on non-recyclable waste have not only bolstered our profitability but also marked our progress toward becoming an eco-friendly enterprise. In tandem, our dedication to societal betterment is expressed through our CSR activities in education, environmental sustainability and healthcare.</p> <p>Looking ahead, we remain dedicated to delivering top-quality products and creating innovative solutions with advanced technology to stay ahead in the polyester film manufacturing industry and achieve our goal of being a global leader in specialty performance films.</p>
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Mohan Sitaram Adsul (DIN No: 00146752) Designation: Whole Time Director
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on Sustainability related issues? (Yes / No). If yes, provide details.	Yes, the Board has appointed Mr. Mohan Sitaram Adsul (DIN No: 00146752) for decision making on sustainability related issues.

10. Details of Review of NGRBCs by the Company:		
Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee	Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)
	P 1 P 2 P 3 P 4 P 5 P 6 P 7 P 8 P 9	P 1 P 2 P 3 P 4 P 5 P 6 P 7 P 8 P 9
Performance against Above policies and follow up action	The Board of Directors, Nomination and Remuneration Committee, Risk Management Committee and Audit Committee assess compliance with the mentioned policies and subsequent measures, as appropriate. The frequency of these assessments is based on necessity, occurring quarterly, biannually, or triggered by changes in relevant legislation.	
Compliance with statutory requirements of relevance to the principles and, rectification of any non-compliances	Yes, the Company monitors and complies with all the applicable statutory requirements.	

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.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	In addition to regular internal assessments by the Board and Committees, the Company seeks assurance on its policies, procedures and codes through routine audits conducted by external entities. For this report, Dhir & Dhir Associates, a prestigious law firm, conducted a thorough evaluation of the implementation and effectiveness of the policies outlined in this section.								

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)	NA								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/ human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is designed to assist organizations in showcasing their ability to incorporate the Principles and Core Elements into critical processes and decisions. The requested information is classified into “Essential” and “Leadership” categories. While all entities required to submit this report are expected to disclose essential indicators, the disclosure of leadership indicators is optional for those entities aiming to advance their commitment to social, environmental and ethical responsibility.

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 the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	1	Familiarization Programme	100.00
Key Managerial Personnel	4	GHG Accounting P2, P6 Human Rights & POSH Training P5 Safety Induction Programme, Fire safety & Road safety P3 Life Cycle Assessment P2	70.00
Employees other than BoD and KMPs	104	GHG Accounting P2, P6 Human Rights & POSH Training P5 Safety Induction Programme, Fire safety & Road safety P3 Life Cycle Assessment P2	80.00
Workers	104	GHG Accounting P2, P6 Human Rights & POSH Training P5 Safety Induction Programme, Fire safety & Road safety P3 Life Cycle Assessment P2	90.00

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (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):

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (in INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine			Nil		
Settlement					
Compounding Fee					
Non-Monetary					
Imprisonment			Nil		
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.

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
Not Applicable.	

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.
The Company recognizes the importance of an anti-bribery and anti-corruption policy in maintaining ethical conduct, complying with legal requirements, safeguarding its reputation, mitigating risks, securing a competitive advantage, encouraging employee involvement and addressing the complexities of global commerce. Such a policy is crucial for conducting business responsibly and sustainably. Accordingly, we have developed and put into practice an anti-bribery and anti-corruption policy that applies universally to everyone associated with the Company, across all locations, positions and ranks.

Link: <https://www.garwarehitechfilms.com/wp-content/uploads/2023/04/Anti-Bribery-and-Anti-Corruption-Policy.pdf>

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

	FY 2023-24	FY 2022-23
Directors	Nil	Nil
KMPs		
Employees		
Workers		

6. Details of complaints with regard to conflict of interest:

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of conflict of interest of the Directors	Nil		Nil	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

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.

Not Applicable.

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

	FY 2023-24	FY 2022-23
Number of days of accounts payables	40	39

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	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from Trading houses as % of total purchases	Nil	
	b. Number of trading houses where purchases and made from		
	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	58	40
	b. Number of dealers/distributors to whom sales are made	435	383
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	55	32
Share of RPTs in	a. Purchases (Purchases with related parties/Total Purchases)	Nil	
	b. Sales (Sales to related parties/Total Sales)		
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)		
	d. Investments (Investments in related parties/Total Investments made)		

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programmes held	Topic/principles covered under the training	% age of value chain partners covered (by value)
The Company is in the process to implementing a mechanism to conduct awareness programmes for our value chain partners and shall be able to disclose this data from the upcoming years.		

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.

Yes, the Company has established a “Code of Conduct for the Board of Directors and Senior Management” to manage potential and identified conflicts of interest that could emerge in the course of business operations. Additionally, the Company routinely collects declarations, which may be updated periodically, from its Board members and Key Managerial Personnel regarding their interests in any entities. This ensures that the necessary statutory approvals and adherence to the Company’s policies are obtained before engaging in transactions with the specified entities or individuals.

The policy is available at: <https://www.garwarehitechfilms.com/wp-content/uploads/2023/03/Code-of-conduct-for-Board-of-Directors-Senior-Management-Policy.pdf>

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. 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.

	FY 2023-24	FY 2022-23	Details of improvements in the environmental and social impacts
R&D	0.43% (INR 686.16 Lakhs)	0.24% (INR 316.62 Lakh)	In shrink label product, we have developed Solid white shrink film for label application and supplying to the customer. This finds application in photosensitive products like cosmetics, dairy products, medicines etc. This film is used as a shrink label for protection of contents as said above. This solid white film eliminates a printing process of white ink printing by means of solvent / UV base inks and hence eliminates contamination to environment.
Capex	INR 0.55 Lakhs	0.00	

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

The Company has adopted a vertically integrated approach to procurement, sourcing all its packaging material (wood) domestically and guaranteeing that all its paper material is obtained through sustainable means. This approach of local procurement cuts down on transportation expenses, minimizes environmental impact and bolsters local economies by patronizing nearby enterprises and fostering

job creation. Additionally, our dedication to sustainable paper sourcing entails collaboration with vendors committed to sustainable forestry practices, which safeguards natural resources, conserves biodiversity and supports the communities engaged in the supply chain.

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

The Company has strategically embraced vertical integration for its procurement, ensuring all packaging materials (wood) are sourced from local vendors. Additionally, the Company is dedicated to sustainable practices, securing that its entire paper material supply (100%) is acquired from sources that are both sustainable and eco-friendly.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

The Company is committed to environmental stewardship and takes its Extended Producer Responsibility obligations with utmost importance. The Company has formed an alliance with a renowned recycling organization to tackle plastic waste problems effectively. Through this partnership, GHFL guarantees that the plastic waste resulting from their products is recycled proficiently, aiding in the decrease of plastic contamination. Moreover, to manage the disposal of other waste forms, GHFL works in cooperation with vendors authorized by the government.

- a) Plastic waste – Through EPR, In House recycling and disposal through registered vendors
- b) E waste – Disposal through registered vendors
- c) Hazardous waste - Disposal through registered vendors
- d) Wood and Paper waste – Recycled In House or disposed through registered vendors

4. 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. NA

Yes, Extended Producer Responsibility applies to the Company's operations. The waste collection strategy is consistent with the EPR plan and has been submitted to the Maharashtra State Pollution Control Board. An external agency has been designated to gather and scientifically manage waste disposal, subsequently issuing recycling certificates to the Company.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product/ Service	% of total Turnover Contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No) If yes, provide the web-link.
The Company has initiated the process of conducting a comprehensive Life Cycle Assessment (LCA) and shall disclose it from the upcoming years.					

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product/ Service	Description of the risk/ concern	Action Taken
Not Applicable since no LCA is conducted in the reporting year.		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24	FY 2022-23
Plastic	14872.06	This data is not quantifiable for the reporting year

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled and safely disposed, as per the following format:

	FY 2023-24			FY 2022-23		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	39.92	14832.15	1372.40	162.97	15613.12	1564.00
E-waste	0.00	0.00	0.00	0.00	0.00	1.82
Hazardous Waste	0.00	1604.03	29.23	0.00	304.35	50.59
Other waste (Wood and Paper)	368.30	0.00	3917.84	0.00	1069.18	0.00

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category

Indicate product category	Reclaimed products and their packaging materials (as percentage of products sold) for each product category.
The Company is registered under the Extended producer responsibility and the plastic waste is recycled, in house as well as through a third party, as per the targets assigned. Additionally, the plastic products sold by Company goes to brand owners who then become liable for reclaiming it. Last year, almost 4% of the total plastic sold was recycled via EPR.	

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:

% of employees covered by Total (A) Health Insurance Accident Insurance Maternity Insurance 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	574	574	100.00	574	100.00	NA	NA	574	100.00	574	100.00
Female	6	6	100.00	6	100.00	6	100.00	0	NA	6	100.00
Total	580	580	100.00	580	100.00	6	100.00	574	100.00	580	100.00
Other than Permanent Employees											
Male	145	145	100.00	145	100.00	NA		145	100.00	145	100.00
Female	0	0	NA	0	NA			0	NA	0	NA
Total	145	145	100.00	145	100.00			145	100.00	145	100.00

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

% of workers covered by Total (A) Health Insurance Accident Insurance Maternity Benefit 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	305	305	100.00	305	100.00	NA		305	100.00	305	100.00
Female	0	0	NA	0	NA			0	NA	0	NA
Total	305	305	100.00	305	100.00			305	100.00	305	100.00
Other than Permanent Workers											
Male	745	745	100.00	745	100.00	NA		745	100.00	745	100.00
Female	0	0	NA	0	NA			0	NA	0	NA
Total	745	745	100.00	745	100.00			745	100.00	745	100.00

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

	FY 2023-24	FY 2022-23
Cost incurred on well-being measures as a % of total revenue of the Company	0.45	0.47

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2023-24			FY 2022-23		
	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	100.00	100.00	Y	100.00	100.00	Y
Gratuity	100.00	100.00	NA	100.00	100.00	NA
ESI*	100.00	100.00	Y	100.00	100.00	Y

*ESI is 100% for people who are eligible for the ESIC scheme.

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

Although the Company has no differently abled employees/ workers, the Company offers facilities to accommodate people with disabilities, such as situating many offices on the ground floor and providing elevators, ramps and wheelchairs where relevant. Additionally, in certain instances, battery-operated vehicles are made available for transportation needs.

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

At the Company, we ensure equal employment opportunities to everyone, irrespective of race, gender, religion, nationality, age or disability. We strive to establish a just and inclusive work environment where each employee feels appreciated and respected, with equal chances for success. We are devoted to implementing such measures in the future.

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	100.00	100.00	100.00	100.00
Female	100.00	100.00	NA	NA
Total	100.00	100.00	100.00	100.00

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

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	A robust grievance redressal mechanism is key to providing employees and workers with a just and efficient means to resolve their issues, conflicts and complaints. It offers a venue for personnel to express their concerns, which is essential for sustaining a conducive work atmosphere and promoting employee contentment and welfare. The head of HR operations at the Company is accessible to address grievances from any level of employee or worker. Should the need for further escalation arise, individuals are permitted to take their grievances up the chain of command, all the way to the Managing Director, if necessary.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

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

Category	FY 2023-24			FY 2022-23		
	Total employees / workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	Nil					
Male						
Female						
Total Permanent Worker						
Male						
Female						

8. Details of training given to employees and workers:

	FY 2023-24					FY 2022-23				
	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	719	604	84.01	604	84.01	563	496	88.00	300	53.20
Female	6	6	100.00	0	0.00	7	0	0.00	0	0.00
Total	725	610	84.14	604	83.31	570	496	87.00	300	52.70
Workers										
Male	1050	745	70.95	745	70.95	1236	1150	93.00	700	56.70
Female	NA					NA				
Total	1050	745	70.95	745	70.95	1236	1150	93.00	700	56.70

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

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	719	719	100.00	563	563	100.00
Female	6	6	100.00	7	7	100.00
Total	725	725	100.00	570	570	100.00
Workers						
Male	1050	1050	100.00	1236	1236	100.00
Female	NA			NA		
Total	1050	1050	100.00	1236	1236	100.00

* For new joinees, even though a monetary/ appraisal review is beyond HR Policy, a constructive feedback during the appraisal cycle is provided for individual's improvement and upskilling.

10. Health and safety management system:

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

Garware Hi-Tech Films Limited's health and safety management system incorporates the PDCA (Plan-do-check-act) cycle. The Company upholds a comprehensive Environment, Health and Safety policy, with solid backing from management in terms of resources and commitment for its execution. A robust review process is in place through monthly management safety committee meetings that evaluate the health and safety status of the entire plant.

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

The Company has a robust system for recognizing and mitigating potential risks. Every plant features a local safety committee and safety coordinators, backed by expert health and safety personnel. These teams conduct monthly safety walkthroughs and risk evaluations, pinpointing areas in need of enhancement. An online hazard reporting tool has been implemented to track and monitor hazards until all necessary actions are resolved. Additionally, a stringent work permit protocol is enforced, ensuring that jobs are only initiated after a thorough risk assessment and implementation of corresponding risk mitigation measures.

- c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

The Company has implemented an online system for reporting safety observations. Employees are motivated to report near misses by noting any unsafe conditions or actions, which are then directed to the appropriate supervisor or manager for action. The resolution of these reported issues is tracked on a weekly basis to ensure compliance.

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

Yes, all the employees and workers have access to non-occupational medical and healthcare services.

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

Safety Incident/Number	Category	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)*	Employees	Nil	Nil
	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.

We recognize the importance of maintaining a secure and healthy workplace for ethical, practical and legal considerations. It not only elevates the well-being, efficiency and commitment of our employees but also protects the Company from possible legal issues. Emphasizing safety at the workplace is mutually advantageous for both the staff and the organization. Accordingly, the Company meticulously logs each incident, conducts thorough investigations and ensures follow-through until all corrective actions are finalized. Every irregularity is documented and addressed. This task is ongoing and we must avoid complacency at all times.

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

	FY 2023-24			FY 2022-23		
	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	Nil			Nil		
Health & Safety	Nil			Nil		

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	100.00
Working Conditions	100.00

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.

No significant risk/ concerns were observed. However, the notified observations were promptly resolved.

Leadership Indicators

- Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N):
Yes, group personal accident insurance is provided for both employees workers.
- Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners:
We have established sufficient processes to verify that our contractors have appropriately deducted and remitted all statutory dues. Additionally, we collect deposits from our value chain partners to secure and uphold business relationships and in case of any violations or sustainability issues for them, the deposit is seized.
- Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?

Yes, the Company retains a few of its retired employees and consultants/ advisors.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	We are working to incorporate a process to conduct due diligence for the said parameters. The data for the same shall be provided from the upcoming years.
Working Conditions	

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

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.

Our approach to engaging with stakeholder starts with identifying essential internal and external parties, then assessing how each group affects our business and how our business impacts them in turn. From this analysis, we determine our primary stakeholders to gain insight into their expectations and issues. By consistently interacting with our stakeholders through multiple platforms, we've fortified our connections and refined our organizational strategy.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channels of Communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Customer Satisfaction Surveys	Continuously	Data Security & Innovation
Employees	No	Email, intranet, social media, noticeboards, employee engagement initiatives, Annual performance appraisal discussions	Continuously or Need Based	Development and wellness programmes, including families
Shareholder/ Investors	No	Press releases, Investor/ Analyst Conference call, AGM, Annual Reports and Financial Statements	Quarterly, Half Yearly, Annual	Company Financials
Communities	Yes	Newspaper, Website, Pamphlets, Advertisements	Continuously	Relief and Rehabilitation
Regulators and Statutory bodies	No	Meetings, Mandatory Filings with regulators (SEBI, MCA, etc.)	Continuously or Need bases	Compliances, Fair and ethical business practices and Transparency in disclosures
Media	No	Website	Continuously	Press releases and public disclosures
Industry Associations	No	Meetings	Continuously	Communications

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channels of Communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Dealers/ Distributors	No	Meetings	Quarterly or Need based	Dealer/ Distributor meets, Dealer/ Distributor surveys, Welfare schemes, Training and education, Dealer/ Distributor feedbacks
Bankers and Financial institutions	No	Meetings, website, Advertisements	Quarterly	Engagement activities
Vendors	No	Regular meetings, Supplier assessments	Continuously	Ensure timely payments

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Company places great importance on stakeholder feedback. When an issue is raised, the Company engages in thorough consultations with the relevant stakeholders, including board-level discussions if necessary. The goal is to implement changes that provide mutual benefits for all parties involved.

2. Whether stakeholder consultation is used to support the identification and management of environmental and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

At Garware Hi-Tech Films Limited, stakeholders have open channels to raise any concerns or issues. When an issue is brought up, the Company promptly engages in discussions to address and resolve it. Even though there were no such instance in the reporting period, in the past years decisions based on such discussion were taken.

3. Provide details of instances of engagement with and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

The Company's CSR initiatives are designed to benefit those who are disadvantaged, vulnerable and marginalized in society. All CSR projects conform to the Company's CSR Policy. The key areas of concentration for the Company's CSR commitment are education, gender equality and the empowerment of women, as well as tackling issues related to hunger, poverty, nutrition and health.

Even though there were no such instance in the reporting period, in the past years decisions based on such discussion were taken.

PRINCIPLE 5: Businesses should respect and promote human rights

Essentials 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	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	580	580	100.00	547	547	100.00
Other than permanent	145	145	100.00	23	23	100.00
Total Employees	725	725	100.00	570	570	100.00
Workers						
Permanent	305	305	100.00	305	305	100.00
Other than permanent	745	745	100.00	931	931	100.00
Total Workers	1050	1050	100.00	1236	1236	100.00

Note- Human Rights training is given to all employees and workers as a part of Induction.

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

Category	FY 2023-24					FY 2022-23				
	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	580	Nil	580	100.00	547	Nil	547	100.00		
Male	574		574	100.00	540		540	100.00		
Female	6		6	100.00	7		7	100.00		
Other than Permanent	145		145	100.00	23		23	100.00		
Male	145		145	100.00	23		23	100.00		
Female	0		0	0.00	0		0	0.00		
Workers										
Permanent	305	Nil	305	100.00	305	Nil	305	100.00		
Male	305		305	100.00	305		305	100.00		
Female	0		0	0.00	0		0	0.00		
Other than Permanent	745		745	100.00	931		931	100.00		
Male	745		745	100.00	931		931	100.00		
Female	0		0	0.00	0.00		0	0.00		

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

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ Salary/ Wages of respective category (In lakh per month)	Number	Median remuneration/ Salary/ Wages of respective category (In lakh per month)
Board of Directors (BoD)	7	1.95	4	231.64
Key Managerial Personnel	4	81.04	0	0
Employees other than BoD and KMP	574	7.54	4	10.24
Workers	305	4.80	0	0

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	12% Including Directors	12% Including Directors

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's HR (Human Resource) operational head is the focal point responsible.

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

An employee or worker with a grievance is welcome to directly contact the concerned plant HR head. Should they feel that their grievance is unresolved, they have the option to take their concern to the head of the plant or the unit head at that location. Moreover, if escalation is required, the complainant has the liberty to bring their issue up through the ranks, all the way to the Managing Director.

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

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual harassment	Nil			Nil		
Discrimination at workplace						
Child Labour						
Forced Labour/ Involuntary Labour						
Wages						
Other Human Rights related issues						

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

	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	
Complaints on POSH as a % of female employees / workers		
Complaints on POSH upheld		

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

To address the complaints related to sexual harassment, an Internal Complaints Committee has been established in compliance with legal requirements and protection to complainant is provided in accordance with POSH Act. Additionally, the Company is dedicated to ensuring that employees who report concerns via the Vigil Mechanism or participate in investigations are not subject to any form of discrimination, retaliation, or harassment.

9. Do human rights requirements form part of your business agreements and contracts?

Yes, compliance with human rights standards is integrated into our business agreements and contracts as we adhere to the Maharashtra Recognition of Trade Unions and Prevention of Unfair Labour Practices Act 1971. This includes, among other things, the commitment to not engage in the employment of child or forced labor and to avoid any unfair labor practices.

10. Assessments for the year:

	% of your plants and Offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	Regular assessments are conducted by Directorate of Industrial Safety and Health (DISH) Assessment for all the aspects mentioned herein except for wages for 100% of our plants and Offices.
Forced/involuntary labour	
Sexual Harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

No adverse remarks have been raised in the assessment at Question 10.

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints

The Company is dedicated to updating its processes whenever necessary and maintains an open-door policy for all employees and stakeholders. There was no pressing need for process alteration during the reporting period, hence no modifications have been done.

2. Details of the scope and coverage of any Human rights due-diligence conducted.
The Company is currently developing a comprehensive due diligence mechanism aimed at enhancing its operational integrity and accountability. The details of this due diligence mechanism, would be transparently disclosed to stakeholders in the upcoming years.
3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?
The Company offers facilities to accommodate visitors with disabilities, such as situating many offices on the ground floor and providing elevators, ramps and wheelchairs where relevant. Additionally, in certain instances, battery-operated vehicles are made available for transportation needs.
4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	The Company is incorporating a mechanism around this and the data for the same shall be disclosed in the upcoming years.
Discrimination at workplace	
Child Labour	
Forced Labour / Involuntary Labour	
Wages	
Others – Please Specify	

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.
Not Applicable.

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

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2023-24 (In Mega Joules)	FY 2022-23 (In Mega Joules)
From renewable sources		
Total electricity consumption (A)	0.00	0.00
Total fuel consumption (B)	150848028.10	146061750.40
Energy consumption through other sources (C)	0.00	0.00
Total energy consumption (A+B+C)	150848028.10	146061750.40
From non-renewable sources		
Total electricity consumption (D)	267807.30	268092.99
Total fuel consumption (E)	378096850.60	377805120.00
Energy consumption through other sources (F)	0.00	0.00
Total Energy consumption from non-renewable sources (D+E+F)	378364657.90	378073213.00
Total energy consumed (A+B+C+D+E+F)	529212686.00	524134963.40
Energy intensity per rupee of turnover (Total energy consumption/ Revenue from Operations)	0.03	0.04
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	0.75	0.89
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 has been carried out by an external agency? (Y/N) If yes, 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? (Y/N) 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

Not Applicable. The Company does not come under the PAT scheme.

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

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	410138.00	450728.00
(ii) Groundwater	19724.30	6695.80
(iii) Third party water		
(iv) Seawater / desalinated water	0.00	0.00
(v) Others (Waste water recycled through ETP and RO)	37221.00	36981.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	467083.30	494404.80
Total volume of water consumption (in kilolitres)	467083.30	494404.80
Water intensity per rupee of turnover (Water consumed / Revenue from operations)	0.00003	0.00004
Water Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0.00066	0.00084
Water intensity in terms of physical output	11.51	12.19
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

4. Provide the following details related to water discharged

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	Nil. The Company has implemented a zero liquid discharge mechanism.	Nil. The Company has implemented a zero liquid discharge mechanism.
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

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

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

Yes, the Company has attained zero liquid discharge across all its locations, treating effluent at a volume of 120 cubic meters daily. The treated water is then repurposed for use in the cooling towers.

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

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	Kg/year	NA	Not Quantified
SOx	Kg/year	34273.56	
Particulate matter (PM)	Kg/year	20865.50	
Persistent organic pollutants (POP)	Kg/year	NA	
Volatile organic compounds (VOC)	Kg/year	NA	
Hazardous air pollutants (HAP)	Kg/year	NA	
Others – please specify	Kg/year	NA	

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

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

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	25216.00	26072.00
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	53052.00	55762.00
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO ₂ equivalent/rupees	0.000005	0.000006
Total Scope 1 and Scope 2 emissions per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	Metric tonnes of CO ₂ equivalent/rupees	0.00011	0.00053
Total Scope 1 and Scope 2 emissions intensity in terms of physical output		1.30	1.37
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 has been carried out by an external agency? (Y/N) Yes, this is done by Tirkha Consultants

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Yes, the projects related to GHG reduction are as under:

1. Tree Plantation: Trees absorb carbon dioxide, improving air quality and mitigating climate change.
2. Rain water harvesting: Capturing and storing rainwater, reducing dependency on traditional water sources and mitigating urban flooding.
3. Energy Efficiency: LED bulbs consume significantly less energy and has a longer lifespan compared to traditional lighting, reducing energy bills and waste.
4. Renewable energy: Utilizing natural resources like solar to reduce reliance on fossil fuels and lowering greenhouse gas emissions.
5. Green Belt Development: Establishing green areas around urban centres, improving air quality, providing recreational spaces and supporting biodiversity.
6. Clean energy: Employing technologies that generate energy with minimal environmental impact, promoting a healthier ecosystem.
7. Resource Efficiency: Emphasizing recycling, reusing and reducing waste, creating a sustainable economic system that minimizes environmental impact.

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

Parameter	FY 2023-24	FY 2022-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	1372.40	1564.00
E-waste (B)	0.00	1.82
Bio-medical waste (C)	0.00	0.00
Construction and demolition waste (D)	0.00	0.00
Battery waste (E)	1.08	2.41
Radioactive waste (F)	0.00	0.00
Other Hazardous waste (G)	28.17	50.59
1) Chemical sludge from waste water treatment		
2) Spent solvent (G)	1437.21	293.49
3) Empty drums / barrels contaminated with Hazardous Chemicals (G)	154.31	134.69
4) Used Oil (G)	12.51	5.76
5) Used filters contaminated with Hazardous Chemicals (G)	1.06	-
Other Non-hazardous waste generated (H)	142.68	406.60
1) Metal (All types)		
2) Waste Wood (Paper, Plywood, Jungle, Boxes, Core etc.) (H)	652.63	662.57
3) Biomass Ash	3122.53	3220.14
Total (A+B + C + D + E + F + G + H)	6924.58	6342.07
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0000004	0.0000005
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.000010	0.000011
Waste intensity in terms of physical output	0.17	0.16
Waste intensity (optional) - the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled *	22095.79	18554.89
(ii) Re-used	39.92	162.96
(iii) Other recovery operations	0.00	0.00
Total	22135.71	18717.85
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	29.23	41.34
(ii) Landfilling	0.00	9.24
(iii) Other disposal operations	0.00	0.00
Total	29.23	50.58

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

*Please note that the amount of waste recycled is more than the waste generated as the Company is registered under the Extended Producer Responsibility and also recycles the waste in their in house facility.

10. 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 has established strong waste management protocols for effective processing and storage of both hazardous and non-hazardous wastes resulting from its operations. All waste produced is managed via certified recycling entities or agencies to ensure responsible waste disposal. In-house-generated plastic waste is recycled and reused in the Company's own products, while plastic that cannot be reused is

sold to certified third parties for recycling. Plastic waste that accumulates outside of the Company's premises, such as in the community after consumption, is collected and disposed of in a manner that complies with Extended Producer Responsibility regulations through a designated agency. There are no toxic chemicals used in our products and processes. Hazardous waste, including used solvents, oils and empty containers, is sent to certified recyclers for material recovery. Chemical sludge is transported to a common hazardous waste disposal facility authorized by the Maharashtra Pollution Control Board to be securely landfilled.

11. If the entity 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 in the following format:

S. No.	Location of operations/offices	Types 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.
The Company does not have any facilities or offices situated near ecologically sensitive zones. Therefore, the Company is not subject to obtaining environmental approvals or clearances that are required for operations in such areas.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, 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
Not Applicable. No project attracting provisions of EIA undertaken in the reporting year.					

13. 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 and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Serial Number	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 taken, if any action
Yes, the Company adheres to all relevant environmental laws, regulations and guidelines in India. It also ensures that all emissions and waste from its different units stay within the allowed limits. This is constantly monitored, internally evaluated and reported to the Central Pollution Control Board and State Pollution Control Boards as mandated.				

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area: Tal Gangapur, District Aurangabad - Semi Critical as per CGWA assessment
- (ii) Nature of operations: Manufacturing
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	410138.0	450728.0
(ii) Groundwater	19724.3	6695.8
(iii) Third party water	0.00	0.00
(iv) Seawater / desalinated water	0.00	0.00
(v) Others Waste water recycled through ETP and RO	37221.00	36981.00
Total volume of water withdrawal (in kilolitres)	467083.30	494404.80
Total volume of water consumption (in kilolitres)	418882.3	451837.8
Water intensity per rupee of turnover (Water consumed / Revenue from operations)	0.00003	0.00003
Water intensity (optional) – the relevant metric may be selected by the entity	0.00059	0.00076

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	Nil	Nil
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

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

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	The Company is in the process of implementing a mechanism to compute limited Scope 3.	Not Quantified
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. NA

3. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable. The Company has no operations/offices in/around ecologically sensitive areas.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Hazardous waste shed	The existing shed was not approachable for material to be handled	Segregation and proper storage of hazardous waste and consent condition compliance in order to determine and have access to the compliance obligations related to its environmental aspects and comply with the requirements of the interested parties.

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
2	Water channels to prevent rainwater accumulation in ETP	To avoid water accumulation in ETP & proper lifting of rainwater	No water accumulation in tank surrounding and avoid water percolation to address the needs and expectation of the neighbouring plants, interested parties and societies.
3	Online monitoring system to ETP Treated water parameter monitoring.		Continuous monitoring of treated water and comply to consent condition and to address the needs and expectation of the neighbouring plants, interested parties and societies
4	UASB reactor revamping for ETP	Enhance capacity of plant to treat wastewater.	Effective treatment of organic wastewater 1. Mandatory legal requirements related to the organization's environmental aspects. 2. Requirements from governmental entities or other relevant authorities.
5	Farm Pond (capacity 5000 KL)	Enhance storage capacity of collection of runaway rainwater during monsoon.	Collection of runaway rainwater and storage into the pond for reuse in garden/process. This helped us to restrict the flow of rainwater to neighbouring plants and societies.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

In line with the directives for the preparation of an on-site emergency plan as prescribed by the Factories Act, 1948, the Company's Emergency Management plans are designed to:

1. Activate the emergency response system.
2. Contain the incident to prevent it from escalating.
3. Minimize the number of casualties and further injuries.
4. Limit environmental damage as well as harm to property, resources and business operations.
5. Make the most effective use of available resources.
6. Ensure clear communication and an established chain of command.
7. Educate every emergency response team member and other employees about their specific responsibilities during an emergency.
8. Decrease the time needed to make decisions following an incident.
9. Expedite the return to normal operations.

The emergency plan covers both on-site and off-site emergency scenarios. The Company has also installed EPBX units to interconnect all plants and departments. Select intercoms in each department enable external calls via a 'Zero' dial option. Standard telephone and fax facilities are strategically placed. Mobile phones have been provided to all Heads of Departments, Unit-in-charges and key personnel. Comprehensive fire stations are fully operational at both the Chikalthana and Waluj complexes. Furthermore, an annual schedule for mock drills is established at the start of each year to ensure readiness.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?

There has not been any reported significant adverse impact to the environment, arising from the value chain of the entity.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Not Applicable

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a) Number of affiliations with trade and industry chambers/ associations : Six
- b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Chamber of Marathwada Industries and Agriculture (CMIA) Aurangabad	State
2	Maharashtra Chamber of Commerce Industry and Agriculture - Mumbai	State
3	Confederation of Indian Industry (CII)	National
4	Federation of Indian Export Organization (FIEO)	National
5	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
6	The Plastics Export Promotion Council	National

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities

Name of authority	Brief of the case	Corrective active taken
Not Applicable. There were no issues identified related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities hence, it is not applicable to us.		

Leadership Indicators

1. Details of public policy positions advocated by the entity:

Sr. No	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, If available
The Company did not engage in any public policy advocacy during the reporting year.					

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and Brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web Link
Not Applicable. No project attracting SIA was undertaken in the reporting year.					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	5 of PAFs covered by R&R	Amounts paid to PAFs in the FY (in INR)
Not Applicable. No project attracting R&R was undertaken by the Company in the reporting year.						

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

The Company is dedicated to fostering an environment where open dialogue and active participation with the local community are prioritized. By maintaining an open-door approach for community issues, we offer an approachable venue for residents to express any issues, opinions, or grievances related to our activities.

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

	FY 2023-24 (in %)	FY 2022-23
Directly sourced from MSMEs/ small producers	24.41	The data is not quantified.
Directly from within India	75.59	Sourced from within district- 0.92% Sourced from neighbouring district- 7.77%

Note: For FY 2022-23, the data was provided for "Directly sourced for neighbouring districts" instead of "Directly sourced from India" as per the old SEBI template.

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2023-24	FY 2022-23
Rural	0.00	0.00
Semi-Urban	0.00	0.00
Urban	0.00	0.00
Metropolitan	100.00	100.00

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not Applicable.	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
Not Applicable. No CSR projects were undertaken by the Company in designated aspirational districts.			

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

The Company currently does not have a preferential procurement policy.

- (b) From which marginalized /vulnerable groups do you procure?

Not Applicable.

- (c) What percentage of total procurement (by value) does it constitute?

Not Applicable.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S.No	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not applicable since no benefits have been derived from the intellectual properties based on traditional knowledge.				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the case	Corrective Action taken
Not applicable to us since there has not been any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1.	Health Care project	Not ascertainable	Covers all beneficiaries within distance 20 km from the Manufacturing plant. This could include beneficiaries from vulnerable/ marginalized groups however, the same is not quantifiable.
2.	Promoting education, including special education and employment enhancing vocation skills	Not ascertainable	Covers all beneficiaries within area of the Corporate office. This could include beneficiaries from vulnerable/ marginalized groups however, the same is not quantifiable.

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.
If a quality-related complaint is made by our B2B customers, a sample of the sold product is recalled and the relevant team addresses the complaint while documenting the feedback received. Our sales team consistently interacts with our clients to guarantee prompt and efficient resolution of any issues.

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

	As a percentage to total turnover
Environmental and social parameters relevant to the product	100.00
Safe and responsible usage	100.00
Recycling and/or safe disposal	100.00

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

	FY 2023-24		Remarks	FY 2022-23		Remarks
	Received during the Year	Pending resolution at end of year		Received during the Year	Pending resolution at end of year	
Data Privacy	Nil		Nil			
Advertising						
Cyber-security						
Delivery of essential services						
Restrictive Trade Practices						
Unfair Trade Practices						
Other						

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	
Forced recalls		

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

The significance of a cybersecurity policy cannot be overstated in the current digital environment. It consists of a comprehensive framework that includes policies, procedures and measures aimed at safeguarding computer systems, networks and information from illicit entry, digital dangers and breaches. Correspondingly, our organization has established an IT Security Policy.

For easy accessibility, this policy is posted on the Company's intranet for all employees to consult.

6. Provide details of any corrective actions taken or underway on issues relating to advertising and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not Applicable.

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches

Nil

b. Percentage of data breaches involving personally identifiable information of customers

Nil.

- c. Impact, if any, of the data breaches
Nil

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information of our products and services can be accessed on our website and social media handles as follows:

Website: <https://www.garwarehitechfilms.com/>

LinkedIn: <https://www.linkedin.com/company/garware-hitech-films-limited/>

Twitter: <https://x.com/garwarehitech?mx=2>

YouTube: <https://www.youtube.com/channel/UCQ4NRwSDqav6nKDmOXBZ2FA>

Instagram: <https://www.instagram.com/garwarehitechfilms/>

2. Steps taken to inform and educate consumers about safe and responsible usage of products and /or services.

As our end users, film applicators i.e., individuals tasked with applying film to vehicles, they are all required to complete mandatory training. The Company employs various methods to educate its customers on the safe and responsible use of its products: Product Information, user manual, and guidelines: Providing detailed information about each product, including usage instructions, recommended applications, and potential risks.

Online Resources: Offering educational content on the official website, including articles, videos, and tutorials that explain the correct usage and care of products. Customer Support and feedback: Offering customer support services to address queries and concerns related to product usage and safety.

Training Programs: Conducting training sessions or workshops for customers, installers, and partners to ensure they have a comprehensive understanding of product applications and safety measures. Warning Labels: Clearly labeling products with warning symbols, usage instructions, and precautions to alert users to potential hazards.

Certifications and Standards: Ensuring that products meet industry standards and certifications, which can also include safety guidelines and recommendations. Collaboration with Industry Associations: Partnering with relevant industry associations to share best practices and safety guidelines.

Environmental Impact: Educating customers about the environmental impact of products and encouraging responsible disposal or recycling methods. Social Media and Marketing Campaigns: Utilizing social media platforms and marketing campaigns to raise awareness about safe and responsible product use.

Partnerships with Installers: Collaborating with authorized installers to ensure that they are well-versed in product application methods and safety practices.

By employing a combination of these approaches, the Company strives to ensure that its customers are well-informed about the safe and responsible use of its products.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

Even though, we do not fall under essential service category, customers and regulators are intimated about any potential disruptions or the discontinuation of key services by both email and phone communication.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

A detailed product datasheet that includes all required information is supplied with our products. Since GHFL functions in the B2B sector, we do not engage in consumer survey activities.



Garware Hi-Tech Films Ltd's remarkable transition to a carbon negative company in its high-tech polyester film production facilities in Waluj and Chikalthana, Aurangabad aligns impeccably with the United Nations' Sustainable Development Goal for Climate Action. This significant environmental milestone underscores the company's dedication to combating climate change through decisive action, actively reducing greenhouse gas emissions beyond neutrality.



The initiative undertaken by our company to employ Rain Water Harvesting and utilize treated water from Reverse Osmosis Plants embodies a direct contribution to the Sustainable Development Goal for clean water and sanitation. By recharging groundwater levels and executing land remediation, we significantly diminish our reliance on conventional water sources for gardening and plantation activities. The pioneering approach of funneling 100% of the RO-treated water back into our systems further showcases our commitment to a circular water economy. With our innovative runoff plant, we're able to reintroduce as much as 150 million litres of water to the ground annually. These efforts lead not only to the replenishment of the groundwater table but also promote overall water sustainability, reflecting our dedication to ecological conservation and resource management for future generations.



Garware's initiative to organize a free health check-up camp is in direct resonance with the Sustainable Development Goal for good health and well-being. By providing essential medical assistance to those in need, Garware is actively contributing to ensuring healthy lives and promoting well-being for all, which is at the core of this particular SDG.



The commitment to achieving zero liquid discharge through innovations and advanced treatments aligns with the Sustainable Development Goal for life below water. By utilizing effluent treatment plants and state-of-the-art Reverse Osmosis facilities, we ensure that processed water is recycled effectively. The use of Sewage Treatment Plants to treat and repurpose 100% of domestic effluent for gardening further reduces the potential harm to aquatic ecosystems. These measures are integral to preserving the integrity of marine life by preventing water pollution and promoting the sustainable use of our planet's water resources.



Our initiative to sustainably reduce energy consumption by upgrading to LED lamps and highly efficient motors, alongside the use of biomass briquettes in place of fossil fuels for steam boilers, exemplifies our commitment to the Sustainable Development Goal for affordable and clean energy. By transitioning away from mineral fuels and replacing furnace oil with LPG, we not only minimize energy costs but also cut down on toxic emissions. This approach is pivotal for fostering cleaner energy usage and reducing our carbon footprint, thereby contributing to the creation of a sustainable energy future.



Garware Hi-Tech Films Ltd's adoption of cutting-edge screw press technology in our Effluent Treatment Plant directly supports the Sustainable Development Goal for industry, innovation, and infrastructure. This innovative approach eliminates the need for sludge drying beds, thereby preventing groundwater contamination and minimizing air pollution from vapor emissions. Furthermore, our implementation of processes like blowdowns to efficiently convert liquid waste into solids demonstrates our ongoing pursuit of industrial innovation that champions safety and sustainability.



Our dedication as a responsible manufacturer to enrich the planet reflects our alignment with the Sustainable Development Goal for life on land. Through our tree-planting initiatives at and around our manufacturing sites, and maintaining over 35% of open land as green spaces, we actively contribute to the resurgence and health of terrestrial ecosystems. Our in-house green nursery, which offers a plentiful supply of plants, further emphasizes our commitment to reforestation and biodiversity.



By introducing certified post-consumer recycled PET products and actively engaging in the recycling and reuse of plastic waste in line with Extended Producer Responsibility, we are exemplifying our commitment to the Sustainable Development Goal for responsible consumption and production. These initiatives are vital in reducing our environmental footprint by minimizing waste and promoting a closed-loop economy. They underscore the importance of sustainable manufacturing processes and the efficient use of resources.

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REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

1. MACROECONOMIC OVERVIEW AND OUTLOOK

The International Monetary Fund's latest forecast suggested a stable pace of growth in the near term for global economy, pegging the growth rate at 3.2 percent & 3.3 percent for 2024 and 2025 respectively. Service inflation is holding up progress on disinflation, which is complicating monetary policy normalization. While multiple central banks have been raising interest rates, policy mix should be carefully curated to achieve price stability and revitalize global business & trade.

India's economic outlook brings positive news as the IMF has upgraded its forecasts from 6.8 percent to 7 percent, up by 20 basis points for the fiscal year April 2024 - March 2025 and 6.5 percent for the next fiscal year. These projections position India as one of the fastest-growing economies globally and indicate a favorable trajectory for the economy, reflecting improving private consumption, robust growth in rural India, and potential for sustained development.

Despite the global challenges, the recovery in the automotive sector presents significant growth opportunities for speciality film manufacturers. Various reports suggest that by 2024, the global automotive industry market size will be USD 3.8 trillion, driven by increased demand in the transportation, construction, and tourism sectors and fueled by the electric vehicle segment. This growth in demand for vehicles serves as a key driver for the speciality film industry. In India, the automotive industry is projected to grow by a CAGR of 11.3%* for the next decade, further fueling the growth prospects for speciality filmmakers in the region.

2. COMPANY OVERVIEW

Garware Hi-Tech Films Limited is a leading manufacturer of polyester films and value accretive high-margin speciality films in India. Also, it is the sole manufacturer of Solar Control window films in India and perhaps the only company in the world with backward integration for manufacturing its raw material and components for the manufacture of Solar Control window films. GHFL has established itself as a trendsetter in the Solar Control Film industry, backed by over six decades of technological development. The Company's well-established global brands, 'SunControl Window Films' and 'Global Window Films' are known for their quality and innovation.

GHFL offers a wide range of products with diverse end applications, including Bi-axially Oriented Polyethylene Terephthalate (BOPET) / Polyester Films, Solar Control Films, Paint Protection Films, Thermal Lamination Films, Low-Oligomer Films, and high shrink films etc.

The Company has streamlined its production of Paint Protection Film at its facility in Waluj Aurangabad, ensuring internationally approved product quality. The establishment of a Batch Process Polyester Chips plant enables the Company to maintain a steady supply of specially designed chips for its BOPET Film Lines. The Company has successfully navigated its supply chain through the impact of geopolitical tensions especially in Middle East and Eastern Europe.

The industry faces challenges related to the volatile prices of basic raw materials such as PTA and MEG, which are impacted by crude prices and demand-supply dynamics. The price of speciality chemicals has also witnessed an upward trend. However, the Company has long-term agreements on import parity pricing for its

main raw materials and it helped to mitigate risks associated with price fluctuation. It has also developed new products, including label films for environmental protection and recycling with bottles, as well as a range of Shrink films for label application. The Company has also developed films for better seal and peel strength application for proper lidding of any type of container (Universal). With integrated manufacturing facilities, a dedicated R&D centre, and a portfolio of value-added speciality products, GHFL is well-positioned to cater to various applications. After achieving full capacity utilization of its first dedicated PPF line, the board has approved an investment of Rs. 125 crores to set up another state of the art manufacturing line for PPF. The new line is expected to start commercial production in Q2 FY26.

Leveraging a well-developed marketing network, the Company has established a wide customer base across 90+ countries, including regions such as the USA, Europe, Russia, Far East, China, the Middle East, Africa, South America, Australia, and New Zealand and has appointed marketing executives in each region. To enhance its services to overseas customers in the consumer products segment and to expand its business, the Company has established subsidiary companies in the USA and UK. It's important to note that there have been no changes in the nature of the Company's business during the year under review.

3. INDUSTRY STRUCTURE AND OUTLOOK

The poly-film industry caters to various sectors including packaging, automobile films, architectural applications, yarn, speciality industrial applications, thick films for insulation, shrink label application and others. With a focus on speciality applications, the Company has developed products that align with the capabilities of each manufacturing line, reducing reliance on low-margin commodity and packaging segments, while catering to high-margin value-added applications such as window films, paint protection films, shrink labels, electric insulation, sequin and digital printing. The Company's sun-control films and high heat rejection films have gained significant acceptance in the international market, reflecting their quality and performance, along with the paint protection film.

The global speciality films market is poised for significant growth in the coming years, with a projected market size* of US\$55.4 billion by 2028, growing at a CAGR of 5.2%. The industry faces challenges due to fluctuating crude oil prices, which impact fuel and chemical costs, and the risks associated with the global economic slowdown and geopolitical tensions. The geopolitical tensions create uncertainties and potential disruptions in supply chains and international trade, affecting market dynamics.

Companies in the speciality film sector are reshaping their strategies to focus on sustainability and value-added products. GHFL, as a key player in the industry, has demonstrated resilience and adaptability. GHFL's consumer-centric approach, with offerings like automotive sun control films, paint protection films, safety films, and architectural films, has enabled it to capture market opportunities and drive stronger revenue growth.

4. OPPORTUNITIES AND CHALLENGES

There has been consistent demand for PET film in the packaging segment throughout the year, both in the domestic and international markets. The growth of PET film is expected to continue, driven by the need for hygienic packaging and the anticipated increase in the consumption of packaged food. However, globally, the packaging industry remains highly competitive, and margins are under pressure due to its commoditized nature and excess supply due to the bunching of several new production lines.

However, GHFL which has more than three-fourths of its revenue coming from speciality films withstood the margin pressure and outperformed the industry significantly. In response to the challenges posed by excess capacities and price competition in both the Indian and international markets, the Company is actively pursuing cost reduction measures, while the strategic focus is centred around increasing the share of speciality value-added products, PCR and eco-friendly products, and reducing the volume of commodity films.

The Company's strength lies in its integrated manufacturing facilities, established track record, experienced management team, diversified customer base across the globe, a wide range of products, dedicated R&D, speciality products, and well-recognized brands which position the Company for future growth.

Additionally, GHFL has diversified its customer-centric product portfolio by entering into the automobile paint protection film segment, a complementary business to the automobile window film industry. Owing to low market penetration, the Company envisages significant growth opportunities for PPF in domestic and emerging markets, wherein the segment has emerged as a thriving industry driven by increasing consumer awareness, technological advancements, and expanding applications.

Other than PPF, GHFL has fortified its position in other diversified product portfolios which include sun control films, shrink films, insulation films, release liners, thermal lamination films, and packaging films for industrial applications. The Company's focus on speciality films and value-added products positions it well in a competitive marketplace, while its commitment to sustainability aligns with the growing demand for eco-friendly solutions.

Despite the challenges posed by geopolitical tensions and volatile market conditions, GHFL remains focused on delivering high-quality products, leveraging its expertise, expanding its presence in key markets and maintaining its position as a leading player in the global speciality films industry.

5. EXPORTS MARKET:

Sun Control Film:

With a dedicated history of over 30 years in technological development, the Company has emerged as one of the premier manufacturers of Solar Control window films and a trendsetter and leader in this segment. By serving customers across North America, South America, Russia, Europe, China, the Far East, the Middle East, and Africa, apart from India, the Company has gained a strong foothold in international markets. Its brand 'GLOBAL WINDOW FILMS' is registered in the USA and has garnered popularity, particularly in mature markets of the USA and Europe. Currently, the Company exports its products to more than 90 countries worldwide. To further expand its global presence, the Company has appointed sales personnel in key markets such as the USA, UK, Russia, Brazil, UAE, and Australia. In addition to its success in international markets, the Company holds a dominant position in the domestic market in India, enjoying strong brand recognition with its flagship "Garware Sun Control" brand. This diverse product portfolio provides ample marketing opportunities for distributors worldwide.

The global solar control film market is experiencing steady growth driven by increasing awareness of the benefits offered by solar control films. These films contribute to energy cost reduction, and carbon footprint reduction, and protect against harmful ultraviolet (UV) rays and infrared emissivity.

Paint Protection Film:

The newly commissioned PPF line is overbooked in the last year. The products are well accepted in domestic and overseas market. To grow domestic market, PPF installation Training is given every month in factory and over 750 persons are trained.

Shrink Film:

GHFL has a dedicated line for shrink films, in addition to this fungible capacity is to the level of 30-40% of total capacity is booked with Shrink. The business has witnessed robust growth owing to the Company's efforts to grow the product in the domestic market, further driven by customers' preference shifting from PVC-based films to more recyclable PET-based shrink films. Currently, GHFL occupies 60% of the market catering to several large converters in India. The Company sees immense potential backed by GHFL's comprehensive control over the end-to-end production cycle to deliver highly customized, premium quality and environment-friendly shrink films as required by the market. More efforts are made to make High shrink film more sustainable with inclusion of PCR grade film. White Opaque shrink film is very popular in Dairy product and Market is growing rapidly.

Thermal Film:

The Company offers a wide range of high-quality products in the thermal lamination segment. The Company has expanded its product portfolio by adding Lidding film, Feather feel films which led to an increase in export volumes.

Plain Film:

The Company has consistently maintained its position as the top exporter of polyester films in India and has been continuously honoured with the top exporter award from Plex council for more than three decades. By delivering high-quality and variety of product offerings and its ability to satisfy customers worldwide, the Company is confident in maintaining its prominent position in exports. To expand its market reach, the Company is actively exploring opportunities in new markets and aims to grow further its customer base in regions such as the USA, Europe, China, South America, Africa, the Middle East, Australia, and New Zealand as these markets hold strategic importance for the Company's BOPET products. The recently added products such as Silicon coated film is in great demand in Export market.

6. DOMESTIC MARKET

The retail sector is witnessing growth, driven by increasing consumer preference for packaged items, liberalization policies, and the expanding middle class. This trend is expected to boost the consumption of BOPET Films in the domestic market and the Company is well-positioned to capitalize on this growth. There is a growing demand for window films in the real estate sector including offices, commercial buildings, and malls for their energy efficiency and UV protection. The Company, with its premium segment of window films, is poised to leverage this trend for continued growth. We have seen major growth in demand of Window film for residential and commercial.

Additionally in the PPF domestic market, intending to increase customer touch points and sales in India, the Company has introduced a unique concept called Garware Application Studios (GAS), a specialized detailing and car care studio focused on the installation of PPF on both new and used vehicles. With dedicated efforts to create the market, GHFL has also trained more than 750 PPF applicators so far and continues to build the tinting and installers community in India.

*Source: IMARC, TecnovaGlobal, Grand View Research

7. REVIEW OF OPERATION

The standalone financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and the applicable Indian accounting standards.

(₹ in Lakhs)

Particulars	2023-24	2022-23	%
Net Sales	1,58,165.11	1,31,123.58	20.62%
Other Income	3,872.13	4,037.31	(4.09%)
Profit before Interest, Depreciation	28,818.79	24,263.92	18.77%
Interest & Financial Charges	1,009.52	1,531.16	(34.07%)
Depreciation	3,816.08	3,169.14	20.41%
Profit before Tax	23,993.19	19,563.62	22.64%
Provision for Tax	5,900.54	4,804.14	22.82%
Profit after Tax	18,092.65	14,759.48	22.58%
Other Comprehensive Income (OCI) Net Of Tax	750.77	114.02	558.45%
Total Comprehensive Income For The Year Net Of Tax	18,843.42	14,873.50	26.69%
Earnings Per Share (Basic/ Diluted)	77.88	63.53	22.58%
Market Capitalisation	4,05,718.91	1,21,540.27	233.81%

Details of significant changes in key financial ratios:

Sr No	Particulars	2023-24	2022-23	Change
1	Debtors Turnover No of Days	24	31	22.58%
2	Inventory Turnover No of Days	47	44	(6.82%)
3	Interest Coverage Ratio	28.55	15.85	80.14%
4	Current Ratio	3.31	2.61	26.42%
5	Debt Equity Ratio	0.01	0.05	80.00%
6	Operating Profit Margin (%)	18.22%	18.50%	(1.53%)
7	Net Profit Margin (%)	11.44%	11.26%	1.63%
8	Net Worth	1,97,860.13	1,81,339.95	9.11%

8. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has sound systems of internal control and checks, which are supplemented by a regular internal audit commensurate with the size of its business and the nature of its operations. The Audit Committee of the Board meets at regular intervals and actively reviews the internal control systems, which are reflected in the internal audit reports. Suitable corrective actions are initiated wherever necessary.

9. MATERIAL DEVELOPMENTS IN HR / INDUSTRIAL RELATIONS

The Company has a highly qualified and experienced team of professionals who have greatly contributed to its overall performance. Their expertise and dedication have been instrumental in driving the Company's success. The Company values the skills and contributions of its employees and strives to provide a supportive and conducive work environment that promotes collaboration and innovation.

The Company is pleased to report that labour relations across all its company locations have remained harmonious and cooperative. As a result, the Company has not experienced any incidents of industrial unrest or disruptions during the review period. GHFL believes that maintaining strong labour relations is essential for the long-term success of the organization and will continue to prioritize the well-being and satisfaction of its employees.

10. ENTERPRISE RISKS MANAGEMENT

Risk is an inherent component of business, and in the current dynamic and competitive landscape, it is crucial to proactively address and mitigate potential risks. The Company recognizes the importance of risk management and has conducted a comprehensive exercise to identify key risks that could impact its performance. These risks encompass various aspects such as changing regulations, intensifying competition, business uncertainties, technological obsolescence, investment risks, financial challenges, environmental concerns, and talent retention. By identifying and understanding these critical risks, the Company can implement effective risk mitigation strategies to safeguard its operations and ensure sustainable growth.

Some of the critical risks identified by the Company are as follows:

Operational Risk: The Company recognizes the potential impact of operational risks, particularly equipment obsolescence, on its production. To mitigate these risks, the Company closely monitors equipment performance, conducts timely upgrades, and implements preventive maintenance measures. Significant investments have been made in equipment modernization to ensure operational efficiency and minimize disruptions.

Competition Risk: The Company is sensitive to industry capacity, output levels, economic conditions, and changes in consumer demand. The addition of capacities by competitors has intensified competition. To address this risk, the Company focuses on product differentiation, expanding its market presence, and adapting to evolving consumer needs. Continuous market analysis and proactive strategies help the Company maintain its competitive edge.

Fluctuation in Raw Material Prices: The Company's major raw materials, PTA and MEG, are derived from crude oil. Fluctuations in crude oil prices directly impact raw material costs. The Company regularly assesses these changes and passes on any increase to the extent feasible and required. Effective cost management and proactive procurement strategies help mitigate the impact of raw material price fluctuations.

Market Risk: To manage market risk, the Company diversifies its presence in various markets and aims for deeper penetration in existing markets. The Company focuses on launching new products and staying abreast of market trends. By adapting to changing market dynamics, the Company minimizes the impact of market risks and capitalizes on growth opportunities.

Logistics Risk: Logistics risks encompass transportation challenges and the availability of shipping containers. The Company has successfully performed its exports despite geopolitical challenges posed by Middle East crisis.

Currency Fluctuation: Given the Company's significant export revenues, it is exposed to currency fluctuations. To mitigate currency risks, the Company has appointed consultants who advise on global economic events and their impact on currencies.

The Company hedges its net exposure through forward contracts, reducing its vulnerability to currency fluctuations and ensuring stability in financial performance.

RISK MANAGEMENT AND MITIGATION

The Company has implemented a robust Enterprise Risk Management System to proactively identify, assess, and mitigate risks to achieve business objectives. Internal control systems and response strategies are in place to handle risks and protect the interests of shareholders and stakeholders. The Board of Directors holds overall responsibility for the Company's risk management framework, supported by the dedicated Risk Management Committee. According to Regulation 21 of Listing Regulations, 2015, Risk Management Committee was constituted to overall manage the Company's risk management process.

The primary objective of the Committee is to control and prevent unacceptable losses by identifying, measuring, and monitoring

the Company's risk exposure. An Enterprise Risk Management Policy has been formulated to guide risk management efforts, outlining objectives, approaches, and organizational structure for risk identification, management, and reporting. The Policy assigns clear roles and responsibilities to key stakeholders and personnel, ensuring a systematic process for risk identification and management.

There are no risks, which in the opinion of the Risk Management Committee & Board threaten the existence of the Company.

CAUTIONARY STATEMENT

The statements in the report of the Board of Directors and the Management Discussion & Analysis Report describing the Company's outlook, estimates or predictions may be forward-looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially.

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the financial year ended March 31, 2024.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company believes that Corporate Governance is a pre-requisite for attaining sustainable growth in this competitive world. The Company's Management acknowledges that Corporate Governance is a set of laws, regulations and good practices that enables an organization to perform efficiently and effectively. The philosophy of the Company towards good corporate governance is to enhance the long-term economic value of the Company, its shareholders and other stakeholders at large by adopting better corporate practices in fair and transparent manner.

The Company has a strong legacy of fair, transparent and ethical governance practices and has also adopted a Code of Conduct for its Members on the Board including the Senior Management of the Company. Sincerity, good citizenship and commitment to compliance are the key characteristics that drive relationships of the Board and Senior Management with other Stakeholders.

The Company believes that sustainable and long-term growth of every stakeholder depends upon the judicious and effective use of available resources and consistent endeavor to achieve excellence in business along with active participation in the growth of society, building of environmental balances and significant contribution in economic growth.

Your Company believes in healthy balance of interest of all Stakeholders and in pursuance of this objective, the policies of the Company are designed to strengthen the ability of the Board of Directors to supervise the management and to enhance long-term shareholder value. In recent times, governance has been further strengthened within the organization by introduction of incremental changes to various policies and processes.

The Company's focus is on sustainable development, its customer centric approach to create value for the customers by ensuring product quality and innovative service offerings coupled with its outreach to the communities it impacts through CSR activities and programmes has enabled your Company to earn the trust and goodwill of its investors, business partners, employees and other stakeholders.

Ethics/ Governance Policies:

At Garware, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all the stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code of Conduct for Board of Directors and Senior Management policy
- Code of Conduct for Prevention of Insider Trading
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- The terms and conditions of appointment of the Independent Directors of the Company in accordance with the requirements of Schedule IV to the Companies Act, 2013.
- Whistle-blower Policy

- Board Diversity Policy
- Prevention of Sexual Harassment of Women at Workplace Policy
- Corporate Social Responsibility Policy
- Policy Relating to the Remuneration of the Directors, Key Managerial Personnel and other Employees (Nomination Remuneration Committee Policy)
- Familiarization Program of Independent Director
- Anti Bribery and Anti-Corruption Policy
- Dividend Distribution Policy
- Policy for determining Material Subsidiaries
- Sustainability Policy
- Policy on Related Party Transactions
- Policy on determination and disclosure of Materiality of Events
- Policy for Preservation of Documents
- Risk Management Policy
- Policy on succession planning for the board and senior management
- Archival Policy

A report on compliance with the principles of Corporate Governance as prescribed in the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") is given below:

GOVERNANCE STRUCTURE

The Corporate Governance Structure of the Company is as follows:

1. **Board of Directors:** The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the Management adheres to ethics, transparency and disclosures.
2. **Committees of the Board:** The Board has constituted the following Committees viz. (1) Audit Committee (2) Nomination and Remuneration Committee (3) Stakeholders Relationship Committee (4) Corporate Social Responsibility (CSR) Committee (5) Risk Management Committee and (6) Vigil Mechanism Committee. Each of the said Committee has been mandated to operate with a given framework.

The Report on Corporate Governance is divided into Seven parts: -

- I. Board of Directors – Composition & Meetings
- II. Committees of the Board
- III. Remuneration of Directors
- IV. Information on General Body Meetings
- V. Means of Communication
- VI. General Shareholder Information
- VII. Disclosures

I. BOARD OF DIRECTORS:

a) COMPOSITION OF THE BOARD OF DIRECTORS:

The Company has a broad-based Board of Directors comprising of optimum combination of executive and non-executive Directors which is constituted in conformity with the Listing Regulations and the Companies Act, 2013 ('the Act') and in accordance with the best practices for Corporate Governance. The Board functions either as a full Board or through various Committees constituted to oversee specific areas. Policy formulation, setting up of goals and evaluation of performance and control functions vest with the Board.

The Board of Directors, as on March 31, 2024, comprises of 11 Directors out of which 3 were Promoter and Executive Directors, 1 was Promoter and Non-Executive Director, 1 was Professional Executive Director and 6 were Independent Non-Executive Directors. The Company has four women Directors out of which 1 is Independent Director. All Directors possess relevant qualifications and experience in General Corporate Management, Finance, Legal, Human Resources, IPR, Corporate Governance and other allied fields which enable them to effectively contribute to the Company in their capacity as Directors.

Composition and category of the Board:

Category	Name of the Director	No. of Shares held as on 31st March 2024	Relationship with other Directors	No. of Board meetings attended during FY 2023-24	No. of Directorship(s) as on March 31, 2024*	Committee position as on 31st March 2024#		Attendance at AGM held on September 27, 2023
						Chairman	Member	
Promoter and Executive Directors	Shri S. B. Garware	11,63,001	Father of Ms. Monika Garware, Mrs. Sarita Garware Ramsay and Ms. Sonia Garware	5 out of 5	1	-	-	No
	Ms. Monika Garware	2,67,504	Daughter of Shri S. B. Garware and sister of Mrs. Sarita Garware Ramsay and Ms. Sonia Garware	5 out of 5	1	-	-	Yes
	Mrs. Sarita Garware Ramsay	2,67,810	Daughter of Shri S. B. Garware and sister of Ms. Monika Garware and Ms. Sonia Garware	5 out of 5	1	-	-	No
Promoter and Non-Executive Director	Ms. Sonia Garware	2,68,595	Daughter of Shri S. B. Garware and sister of Ms. Monika Garware and Mrs. Sarita Garware	5 out of 5	1	-	-	No
Executive Director	Mr. Mohan Adsul §	5	None	2 out of 5	1	-	1	Yes
	Mr. U. V. Joshi @	-	None	2 out of 5	1	-	1	Yes
Independent Non-Executive Directors	Dr. M. C. Agarwal	-	None	5 out of 5	1	1	2	Yes
	Mr. Ramesh P. Makhija	-	None	5 out of 5	1	-	1	No
	Mr. T. M. Parikh	-	None	5 out of 5	2	1	2	Yes
	Mr. Nilesh R. Doshi	-	None	5 out of 5	2	-	2	No
	Mr. Vivekanand H. Kamath	-	None	5 out of 5	1	-	1	No
Independent Non-Executive and Woman Director	Ms. Devanshi H. Nanavati	-	None	5 out of 5	1	-	-	Yes

*Aforesaid directorships include directorship held in the Company but does not includes directorship held in foreign companies and companies incorporated under Section 8 of the Companies Act, 2013 ("the Act") and private limited companies.

#For reckoning the limit of membership/ chairmanship of the committees, only Audit Committee and Stakeholders' Relationship Committee were considered. However, for this purpose, Chairmanship/ Membership held in the Company have also been included.

§ Appointed as an Additional Director in the category of whole time Director as on August 11, 2023 and regularized from September 27, 2023.

@ Mr. U V Joshi was ceased from the Post of Whole Time Director of the Company w.e.f. October 17, 2023.

Names of listed entities (other than Garware Hi-Tech Films Limited) where the person is a director and category of directorship:

Sr. No.	Name of the Director	Name of the Company	Category of directorship
1.	Shri S. B. Garware	NIL	NIL
2.	Ms. Monika Garware	NIL	NIL
3.	Mrs. Sarita Garware Ramsay	NIL	NIL
4.	Ms. Sonia Garware	NIL	NIL
5.	Mr. Mohan Adsul	NIL	NIL
6.	Dr. M. C. Agarwal	NIL	NIL
7.	Mr. Ramesh P. Makhija	NIL	NIL
8.	Mr. T. M. Parikh	Choksi Imaging Limited	Non-Executive, Independent Director
9.	Mr. Nilesh R. Doshi	V. B. Desai Financial Services Limited	Non-Executive, Independent Director
10.	Mr. Vivekanand H. Kamath	NIL	NIL
11.	Ms. Devanshi H. Nanavati	NIL	NIL

List of core skills, expertise, competencies required by the Board and those actually available with the Individual Directors

The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Sr. No.	List of core skills/ expertise/ competence	Availability of the core skills/ expertise/ competence, with the directors, as on 31st March, 2024										
		Shri S. B. Garware	Ms. Monika Garware	Mrs. Sarita Garware Ramsay	Ms. Sonia Garware	Mr. Mohan Adsul	Dr. M. C. Agarwal	Mr. Ramesh P. Makhija	Mr. T. M. Parikh	Mr. Nilesh R. Doshi	Mr. Vivekanand H. Kamath	Ms. Devanshi H. Nanavati
1.	General: Accounts, Sales and Marketing, Operations, Taxations, Banking, Legal and Administration.	√	√	√	√	√	√	√	√	√	√	√
2.	Global Business: Keeping Business Connections Globally, Understanding Business Dynamics and other market related factors.	√	√	√	√	√	√	√	√	√	√	√
3.	Strategy and Planning: Long term and Short-term strategy, planning and support to the Management of the Company.	√	√	√	√	√	√	√	√	√	√	√
4.	Governance: Maintaining Board and Management accountability, driving Business ethics and values in the best interests of stakeholders.	√	√	√	√	√	√	√	√	√	√	√

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

INDEPENDENT DIRECTOR & DATABANK REGISTRATION:

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

conditions specified in the Act and the Listing Regulations and that they are independent of the management.

The terms and conditions stating the appointment of Independent Directors as provided in Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 has been issued and disclosed on the website of the Company i.e. www.garwarehitechfilms.com

In terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, the Independent Directors have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs.

No Independent Director had resigned during the Financial Year 2023-24.

(b) MEETINGS OF BOARD OF DIRECTORS:

The Company Secretary prepares the agenda and explanatory notes, in consultation with the Chairman and Managing Director, Joint Managing Director, Whole-time Director and other Departmental Heads and circulates the same seven days in advance to all the Directors, to ensure that all applicable laws and regulations, including the Companies Act, 2013 read with Rules issued thereunder, LODR Regulations and Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI), are being complied with. The Company places before the Board all the relevant and necessary data/information at its Meetings related to production, sales, exports, review of business, any legal proceedings by/against the Company, Share Transfers, Quarterly Financial Results, Minutes of: (a) Board Meetings, (b) Audit Committee Meetings, (c) Stakeholders Relationship Committee Meetings (d) Nomination and Remuneration Committee Meetings, (e) Corporate Social Responsibility Committee Meetings, (f) Vigil Mechanism Committee Meetings, (h) Risk Management Committee Meetings and such other relevant information is regularly made available to the Board for discussion and consideration.

The Board of Directors meets at least once in every quarter to review the Quarterly Results of the Company. During the year under review commencing w.e.f. April 1, 2023, Five Board Meetings were held. The gap between any two Board Meetings did not exceed 120 days. The details of Board Meetings held during Financial Year 2023-24 are given below:

Sr. No.	Date	Board Strength	No. of Directors Present
1.	26/05/2023	11	11
2.	11/08/2023	11	10
3.	09/11/2023	11	10
4.	08/02/2024	11	11
5.	28/03/2024	11	11

Post Meeting Mechanism

The important decisions taken at the Board and Committee Meetings are communicated to the concerned departments/divisions.

The draft Minutes of the Board and its Committees are sent to the respective Directors & Members within 15 days from the date of Board Meeting & Committee Meeting for their comments thereon and then the Minutes are entered in the Minutes Book within 30 days from the date of the Meeting.

Board Support

The Company Secretary attends the Board and Committee Meetings and advises on compliances with the applicable laws and governance.

Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective fields/profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for the appointment as the Independent Director on the Board.

The Committee, inter-alia, considers qualification, positive attribute, area of expertise, number of Directorship(s) and Membership(s) held in various Committees of other Companies by such persons in accordance with Company's Policy for Selection of Directors and determining Director's Independence. The Board considers the Committee's recommendation, and then takes an appropriate decision.

Familiarisation Programme For Directors

As required under the Listing Regulations and the Act, the Company has an orientation programme upon induction of new Directors, as well as other initiatives to update Directors on a continuous basis. At the time of appointment of the Director, a formal letter of appointment is given to the Director, which inter-alia explains the role, function, duties and responsibilities expected from Director. The Director is also explained in detail on the compliance part required from him under the Companies Act, 2013, Listing Regulations and other relevant provisions.

The Chairman and Managing Director also have one to one discussion with the newly appointed Director to familiarize him with the Company's operations. Further, the Company has put in place a system to familiarize the Independent Directors about the Company, its products, business and the on-going events relating to the Company. The details of familiarization program are available on the Company's website at www.garwarehitechfilms.com.

Insider Trading Code

As per the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of Conduct for Prevention of Insider Trading, (amended from time to time). All the Directors, employees and third parties such as auditors, consultants etc. who could have access to the UPSI of the Company are governed by this Code. The trading window is closed during the time of declaration of results and occurrence of any material events as per the Code. The Company Secretary is the Compliance Officer for monitoring adherence to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

INDEPENDENT DIRECTORS' MEETING

During the year a separate meeting of Independent Directors of the Company without the presence of the Executive Directors & Management Representatives was held on February 08, 2024, as required under Schedule IV to the Act and Regulation 25 (3) of the Listing Regulations, inter-alia, to discuss;

- Evaluation of the performance of all the Executive and Non-Executive and Independent Director of the Company and the Board as a whole;
- Evaluation of performance of the Chairman of the Company, taking into account the views of the executive directors and non-executive directors of the Company.

- Assessment of quality, quantity, and flow of information between the Company management and the Board of Directors.
- Dr. M. C. Agarwal, Mr. T. M. Parikh, Mr. Nilesh R. Doshi, Mr. Vivekanand H. Kamath, Mr. R. P. Makhija and Ms. Devanshi H. Nanavati Independent Directors were present at the meeting.

All the Independent Directors of the Company attended the Meeting of Independent Directors held on February 08, 2024. The Independent Directors expressed their satisfaction with the desired level on the governance of the Board.

DETAILED REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF THE TERM;

Sr No.	Name of the Independent Director	Detailed Reasons for the resignation
1		Not Applicable

II. COMMITTEES OF THE BOARD

The Board has constituted Committees of the Directors to take informed decisions and to oversee the activities falling within the purview of their terms of reference.

The following are the various Committees of the Board:

- (A) Audit Committee
- (B) Nomination and Remuneration Committee
- (C) Stakeholders Relationship Committee
- (D) Risk Management Committee
- (E) Corporate Social Responsibility Committee
- (F) Vigil Mechanism Committee

(A) AUDIT COMMITTEE:

(i) Composition:

The Board of the Company has constituted an Audit Committee comprising of the following Directors.

Name of Director	Designation	Category
Mr. T. M. Parikh	Chairman	Independent and Non-Executive Director
Mr. R. P. Makhija	Member	Independent and Non-Executive Director
Dr. M. C. Agarwal	Member	Independent and Non-Executive Director
Mr. Nilesh R. Doshi	Member	Independent and Non-Executive Director

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of Listing Regulations. The members of the Audit Committee are financially literate and have experience in financial management. The Committee invites the CFO, Statutory Auditor(s) and Internal Auditor to attend the meetings of the Committee.

The Audit Committee, during the Financial Year 2023-24, has approved the Related Party Transactions along with granting omnibus approval in line with the Company's Policy of Related Party Transactions and

the applicable provisions of the Companies Act, 2013 and Listing Regulations.

(ii) Terms of Reference:

The powers and terms of reference of the Audit committee are as mentioned in Regulation 18 of the Listing Regulation and Section 177 of the Companies Act, 2013.

The brief descriptions of terms of reference are:

- 1) oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible;
- 2) recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
- 3) approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- 4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) matters required to be included in the Director's Responsibility Statement; to be included in the Board's Report in terms of clause (c) of subsection (3) of Section 134 of the Companies Act, 2013;
 - (b) changes, if any, in accounting policies and practices and reasons for the same;
 - (c) major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) significant adjustments made in the financial statements arising out of audit findings;
 - (e) compliance with listing and other legal requirements relating to financial statements;
 - (f) disclosure of any related party transactions;
 - (g) modified opinion(s) in the draft audit Report;
- 5) reviewing, with the management, the quarterly Financial Statements before submission to the Board for approval;
- 6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the Report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement and making appropriate recommendations to the Board to take up steps in this matter;
- 7) reviewing and monitoring the Auditor's independence & performance, and effectiveness of audit process;
- 8) approval or any subsequent modification of transactions of the Company with related parties;
- 9) scrutiny of inter-corporate loans and investments;
- 10) valuation of undertakings or assets of the Company, wherever it is necessary;
- 11) evaluation of internal financial controls and risk management systems;
- 12) reviewing, with the management, performance of statutory and internal Auditors, adequacy of the internal control systems;

- 13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- 14) discussion with internal Auditors of any significant findings and follow up there on;
- 15) reviewing the findings of any internal investigations by the internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- 16) discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- 17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- 18) to review the functioning of the Whistle-Blower mechanism;
- 19) approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- 20) carrying out any other function as is mentioned in the terms of reference of the audit committee.
- 21) reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;
- 22) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.
- 23) Review of the following information;
 1. Management Discussion and Analysis of financial condition and results of operations;
 2. Management letters / letters of Internal Control weaknesses issued by the Statutory Auditors;
 3. Internal Audit Reports relating to Internal Control weaknesses;
 4. the appointment, removal and terms of remuneration of the Chief Internal Auditor;
 5. Statement of deviations:
 - a) quarterly statement of deviation(s) including report of monitoring agency,
If applicable, submitted to Stock Exchange(s) in terms of Regulation 32(1).
 - b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus in terms of Regulation 32(7), if applicable.

Sr. No.	Date	Strength	No. of Members Present
1.	26/05/2023	4	4
2.	10/08/2023	4	4
3.	09/11/2023	4	4
4.	08/02/2024	4	4
5.	28/03/2024	4	4

The attendance of Members at the Committee Meetings is as under:

Name of Members	Audit Committee Meetings Attended
Mr. T. M. Parikh	5
Mr. R. P. Makhija	5
Dr. M. C. Agarwal	5
Mr. Nilesh R. Doshi	5

(B) NOMINATION AND REMUNERATION COMMITTEE:

The role of the Nomination and Remuneration Committee (NRC) is governed by its Charter and its composition is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

(i) Composition:

Name of Director	Designation	Category
Dr. M. C. Agarwal	Chairman	Independent and Non-Executive
Mr. T. M. Parikh	Member	Independent and Non-Executive
Mr. R. P. Makhija	Member	Independent and Non-Executive

(ii) Terms of Reference:

The terms of reference of the NRC stated below are wide enough to cover the matters specified in Listing Regulations

- Recommend to the Board, the set up and composition of the Board and its Committees including the “formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees”. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The Committee will consider periodically reviewing the composition of the board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Recommend to the Board, the Appointment or Reappointment of Directors.
- Devise a policy on board diversity.
- Recommend to the Board, the appointment of Key Managerial Personnel (“KMP” as defined by the Act) and executive team members of the Company (as defined by this committee).

(iii) Meetings and attendance during the year:

During the financial year 2023-24, the Audit Committee met 5 (Five) times as per the details given below. The gap between any two meetings does not exceed beyond the statutory limit.

- identify Independent Directors to be inducted into the Board from time to time and take steps to refresh the composition of the Board from time to time.
- Carry out evaluation of every Director's performance and support the Board and Independent Directors in evaluation of the performance of the board, its committees and individual directors.
- This shall include "formulation of criteria for evaluation of independent directors and the board".
- Recommend to the Board the remuneration policy for Directors, executive team or Key Managerial Personnel (KMP).
- To review the overall compensation policy and remuneration payable to Managing Director, Joint Managing Directors, Whole time Directors and Key Managerial Personnel.
- To make recommendations to the Board of Directors on the increments in the remuneration of the Directors and Key Managerial Personnel.
- Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.

(iii) Meeting and Attendance during the year:

During the year the Nomination and Remuneration Committee met 4 (Four) times and details of attendance are as under:

Sr. No.	Date	Strength	No. of Members Present
1.	26/05/2023	3	3
2.	10/08/2023	3	3
3.	08/02/2024	3	3
4	28/03/2024	3	3

The details of attendance of members at the committee meetings were as under:

Name of Members	No. of meetings attended
Dr. M. C. Agarwal	4
Mr. T. M. Parikh	4
Mr. R. P. Makhija	4

(iv) The Company does not have any employee stock option scheme.

(v) PERFORMANCE EVALUATION

Regulation 17 of Listing Regulations read with Schedule IV and other applicable provisions of the Act, mandates a formal evaluation to be done by the Board of its own performance and that of its committees and individual Directors. Independent Directors shall also evaluate the performance of non-independent Directors and the Chairman of the Board.

The evaluation of all the directors, including independent directors was carried out by the entire Board, except for the director being evaluated. Performance evaluation of the Board, Chairman and the non-independent directors was carried out by the independent directors in their meeting held on February 08, 2024.

The directors were satisfied with the outcome of the evaluations of the Board, its Committees and the individual directors and on the basis of said evaluation reports, the Independent Directors will continue to act as Independent Directors of the Company for their remaining period.

Criteria for performance evaluation of Directors. The Board of Directors has approved the criteria for performance evaluation of Non-Executive Directors (including Independent Directors) as recommended by the Nomination & Remuneration Committee. The said criteria inter-alia includes following:

- Attendance at the Board / Committee meetings.
- Active participation in the meetings.
- Managing Relationship.
- Knowledge and Skills.
- Personal Attributes.
- Prompts Board discussion on strategic issues.
- Understands and evaluates the risk environment of the organization.
- Conducts himself/herself in a manner that is ethical and consistent with the laws of the land.
- Maintain confidentiality wherever required.

(C) STAKEHOLDERS RELATIONSHIP COMMITTEE:

The composition of the Stakeholders Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

(i) Composition:

Name of Director	Designation	Category
Dr. M. C. Agarwal	Chairman	Independent and Non- Executive Director
Mr. Vivekanand H. Kamath	Member	Independent and Non- Executive Director
Mr. Mohan Sitaram Adsul *	Member	Executive Director
Mr. Uday Vasantrao Joshi **	Member	Executive Director

* Mr. Mohan Sitaram Adsul appointed as member of the Stakeholders Relationship Committee w.e.f. October 01, 2023

** Mr. U. V. Joshi ceased as member of the Stakeholders Relationship Committee w.e.f. October 01, 2023.

(ii) Compliance Officer

Name and Designation of the Compliance Officer	Mr. Awaneesh Srivastava – Company Secretary & Compliance Officer
Address	Garware House,50-A, Swami Nityanand Marg, Vile Parle (East), Mumbai - 400 057
Telephone Number	022-6698 8000
E-mail	cs@garwarehitech.com

(iii) Terms of Reference:

Brief descriptions of terms of reference are:

- To resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- To review of measures taken for effective exercise of voting rights by shareholders.
- To review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- To review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividend and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

(iv) Details of Shareholders' Complaints

During the year under review, the Company has resolved investor grievances expeditiously. As per information received from Registrar & Share Transfer Agent, M/s. Link Intime India Private Limited, the Company had received 12 complaints from the Shareholders, which were resolved within the time frame as mentioned under the SEBI (LODR) Regulations, 2015. The details are as under:

Nature of Complaint	No. of Complaints	No. of Complaints Resolved as on 31.03.2024	No. of Complaints Pending as on 31.03.2024
Number of shareholders complaints Received during the Financial Year 2023-24	12	12	Nil
Number of complaints resolved of shareholders during the Financial Year 2023-24	12	12	Nil
Number of Pending Complaints During the Financial year 2023-24	Nil	Nil	Nil

(v) Meetings and attendance during the year:

During the year, the Committee met 27 (twenty-Seven) times. As on March 31, 2024, there were no requests pending for transfer of shares. The details of share transfers are reported to the Board of Directors along with the Minutes of the aforesaid Committee Meetings.

The attendance of Members at the aforesaid Committee Meetings was as under:

Name of Members	Meetings Attended
Dr. M. C. Agarwal	27
Mr. Vivekanand H. Kamath	27
Mr. Uday Vasant Rao Joshi *	7
Mr. Mohan Sitaram Adsul **	9

*Mr. Uday Vasant Rao Joshi ceased as member of the Stakeholders Relationship Committee w.e.f. October 01, 2023.

**Mr. Mohan Sitaram Adsul appointed as member of the Stakeholders Relationship Committee w.e.f. October 01, 2023.

(vi) Investor's Grievances:

Link Intime India Private Limited, Registrar and Share Transfer Agent redresses the investor's grievances under the supervision of the Secretarial Department of the Company.

(D) RISK MANAGEMENT COMMITTEE

Brief description of terms of reference:

- A framework for identification of internal and external risks specifically faced by the Company, 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

In term of Regulation 21 of the Listing Regulations, your Company have constituted the Risk Management Committee to oversee the management of risk in your Company.

(i) Composition:

Name of Members	Designation	Category
Mr. T. M. Parikh	Chairman	Independent and Non-Executive Director
Dr. M. C. Agarwal	Member	Independent and Non-Executive Director
Mr. R. P. Makhija	Member	Independent and Non-Executive Director
Mr. Pradeep Mehta	Member	Chief Financial Officer
Mr. Sunil Wadikar	Member	President – Corporate Affairs & Finance

Risk Management Committee reviews the process of risk management in your Company.

Audit Committee is also made responsible for overseeing, monitoring and implementation of policies related to Vigil Mechanism and Business Risk Management.

(ii) Meeting and Attendance during the year:

During the year the Risk Management Committee met 2 (two) times and details of attendance are as under:

Sr. No.	Date	Strength	No. of Members Present
1.	16/06/2023	5	4
2.	11/12/2023	5	5

The details of attendance of members at the committee meetings were as under:

Name of Members	No. of meetings attended
Mr. T. M. Parikh	2
Dr. M. C. Agarwal	2
Mr. R. P. Makhija	2
Mr. Pradeep Mehta	2
Mr. Sunil Wadikar	1

(E) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

(i) Composition:

Name of Director	Designation	Category
Dr. M. C. Agarwal	Chairman	Independent and Non-Executive Director
Mr. Nilesh Doshi	Member	Independent and Non-Executive Director
Mr. Uday Vasantrya Joshi *	Member	Executive Director
Mr. Mohan Sitaram Adsul **	Member	Executive Director

* Mr. Uday Vasantrya Joshi ceased as member of the Corporate Social Responsibility Committee w.e.f. October 01, 2023.

** Mr. Mohan Sitaram Adsul appointed as member of the Corporate Social Responsibility Committee w.e.f. October 01, 2023.

Mr. Awaneesh Srivastava, Company Secretary of the Company act as a Secretary to the Committee.

The Company formulated CSR Policy, which is uploaded on the website of the Company www.garwarehitechfilms.com.

(ii) Brief description of terms of reference:

The Committee inter-alia authorized to formulate and recommend to the Board a CSR Policy, the amount of expenditure to be incurred on the permissible activities as prescribed under Schedule VII of the Companies Act, 2013. The Committee shall be responsible for monitoring the CSR Policy.

(iii) Meeting and Attendance during the year:

During the year the Corporate Social Responsibility Committee met 2 (Two) times and details of attendance are as under:

Sr. No.	Date	Strength	No. of Members Present
1.	26/05/2023	3	3
2.	09/11/2023	3	2

The details of attendance of members at the committee meetings were as under:

Name of Members	No. of meetings attended
Dr. M. C. Agarwal	2
Mr. Nilesh Doshi	2
Mr. Uday Vasantrya Joshi *	1
Mr. Mohan Sitaram Adsul **	-

* Mr. Uday Vasantrya Joshi ceased as member of the Corporate Social Responsibility Committee w.e.f. October 01, 2023.

** Mr. Mohan Sitaram Adsul appointed as member of the Corporate Social Responsibility Committee w.e.f. October 01, 2023.

VIGIL MECHANISM COMMITTEE

The Company has constituted the Vigil Mechanism Committee for its Directors and Employees to report their genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. The mechanism provides for adequate safeguards against victimization of Director(s) and Employee(s) who avail of the mechanism. In all cases, Directors and Employees have direct access to the Committee and in exceptional circumstances, Chairman of the Audit Committee. Further no personnel have been denied access to the Chairman of the Audit Committee. During the year one meeting was held.

The Whistle Blower Policy is available on Company's website at www.garwarehitechfilms.com

III. REMUNERATION OF DIRECTORS (Policy For Selection And Appointment Of Directors And Their Remuneration)

(A) Remuneration to Non- Executive Directors

The Non-Executive Directors are entitled for sitting fees and reimbursement of expenses for participation in the Board/

Committee meetings as per the NRC policy of the Company. The total amount of sitting fees paid during the Financial Year 2023-24 was ₹ 12,65,000/-. The Non-Executive Directors does not have any material pecuniary relationship or transactions with the Company apart from receiving the remuneration.

(B) Remuneration to Executive Directors

The appointment and remuneration of Executive Directors including Chairman and Managing Director, Joint Managing Directors and Whole – Time Director is routed through the recommendation of the Nomination and Remuneration Committee and accordingly the Resolutions with respect to their appointments were passed by the Board of Directors and Shareholders of the Company. The remuneration package of Chairman and Managing Director, Joint Managing Directors and Whole-time Director comprises of salary, perquisites, allowances and contributions to provident fund and other retirement benefits as approved by the Shareholders at the General Meeting.

The Remuneration of the Board Members is also based on the Company’s size, its economic and financial position, industrial trends and compensation paid by peer Companies. The Compensation reflects each Board Member’s responsibility and performance. The remuneration to Chairman and Managing Director, Joint Managing Directors, and Whole Time Director are paid as per the Agreements entered into between them and the Company.

(C) DETAILS OF REMUNERATION PAID TO DIRECTORS FOR THE YEAR ENDED MARCH 31, 2024.

(i) Remuneration paid to Non-Executive Directors:

Details of sitting fees paid to Non- Executive Directors during Financial Year 2023-24 are given below:

(Amount in ₹)

Names	Board Meeting	Audit Committee Meeting	Stakeholders Relationship Committee Meeting	Nomination & Remuneration Committee Meeting	Corporate Social Responsibility Committee Meeting	Independent Directors Meeting	Risk Management Committee Meeting	Vigil Mechanism Committee Meeting
Ms. Sonia S.Garware	1,00,000	-	-	-	-	-	-	-
Mr. R.P.Makhija	1,00,000	50,000	-	20,000	-	20,000	10,000	-
Dr. M.C.Agarwal	1,00,000	50,000	67,500	20,000	10,000	20,000	10,000	5,000
Mr. T. M. Parikh	80,000	50,000	-	20,000	-	20,000	10,000	5,000
Mr. Nilesh R Doshi	1,00,000	50,000	-	-	10,000	20,000	-	5,000
Mr. Vivekanand Kamath	1,00,000	-	67,500	-	-	20,000	-	5,000
Ms. Devanshi Nanavati	1,00,000	-	-	-	-	20,000	-	-
TOTAL	6,80,000	2,00,000	1,35,000	60,000	20,000	1,20,000	30,000	20,000

(ii) Remuneration paid to Executive Directors:

The aggregate remuneration paid to Executive Directors during the financial year 2023-24 is as under:

(₹ In Lakh)

Names	Salary	Perquisites & Allowances	Retirement Benefits	Performance linked Bonus/ Commission	Stock Option	Total
Shri. S. B. Garware	734.90	0.40	-	79.83	-	815.13
Ms. Monika Garware	601.31	0.40	116.04	67.39	-	785.14
Mrs. Sarita Garware Ramsay	470.84	0.40	90.88	52.78	-	614.90
Mr. Uday V. Joshi \$	32.58	0.16	3.96	-	-	36.70
Mr. Mohan Sitaram Adsul *	97.18	0.26	-	-	-	97.44

*Mr. Mohan Sitaram Adsul appointed as Whole-Time Director of the Company w.e.f. August 11, 2023.

\$ Mr. Uday V. Joshi ceased as Whole-Time Director of the Company w.e.f. October 17, 2023.

Executive Directors are covered under the Company’s gratuity and leave encashment schemes along with other employees / directors of the Company. These liabilities are determined for all employees/directors by an independent actuarial valuation.

No severance pay is payable on termination of contract.

The Company does not have a scheme to grant stock options.

IV. INFORMATION ON GENERAL BODY MEETINGS

a) Details of the last 3 (three) Annual General Meetings (AGM) held by the Company are as under:

AGM	Date	Venue	Time
64 th AGM	28/09/2021	At Registered Office: Naigaon, Post Waluj, Chhatrapati Sambhaji Nagar (Aurangabad) -431133	11.30 a.m.
65 th AGM	27/09/2022		11.30 a.m.
66 th AGM	27/09/2023		11.30 a.m.

b) The following Special Resolutions were passed in previous three Annual General Meetings:

Date of Meeting	Number of Special Resolutions passed	Details of Special Resolutions Passed
September 27, 2023	2	1. Revision in tenure of Ms. Monika Garware (DIN: 00143400), as a Joint Managing Director of the Company. 2. Appointment of Mr. Mohan Sitaram Adsul (DIN: 00146752) as a Director in the category of Executive Director as a Whole-Time Director designated as a Director – Technical.
September 27, 2022	Nil	Not Applicable
September 28, 2021	4	11. Appointment of Ms. Devanshi H. Nanavati (DIN: 08770422) as an Independent Director (for a second term of 5 (Five) years commencing from June 25, 2021 up to June 24, 2026). 2. Re-appointment of Ms. Monika Garware (DIN: 00143400), as a Joint Managing Director of the Company. 3. Re-appointment of Mrs. Sarita Garware Ramsay (DIN: 00136048), as a Joint Managing Director of the Company. 4. To alter the Articles of Association of the Company.

c) Postal Ballot:

During the year under review, 1 Postal Ballots was conducted by the Company for seeking the approval of the Members.

Mr. Nilesh G. Shah, Partner, M/s. Nilesh Shah and Associates, Practicing Company Secretaries (FCS 4554), was appointed as the Scrutinizer to conduct the Postal Ballot and Remote E-voting in a fair and transparent manner and the Company had engaged the services of National Securities Depository Limited (NSDL) as the agency for the purpose of providing e-voting facility.

The detail of the Postal Ballot as follows:

- 1) Re-appointment of Mr. Vivekanand Heroor Kamath (DIN: 07260441), as an Independent Director for a Second term of 5 (five) consecutive years.
 - Date of Postal Ballot Notice : May 26, 2023
 - Voting period : From June 28, 2023 to July 27, 2023
 - Date of Declaration of Results : July 28, 2023
 - Resolution required: : Special (Ordinary/ Special)

Result of the postal ballot exercise was as follows:

Res. No.	Special Resolution	Postal Ballot		E-Voting		Result
		For	Against	For	Against	
1	Re-appointment of Mr. Vivekanand Heroor Kamath (DIN: 07260441), as an Independent Director for a Second term of 5 (five) consecutive years	550	-	14932475	14785	Passed with requisite majority

Whether any special resolution is proposed to be conducted through postal ballot:

Members' approval, which were required through postal ballot during the financial year 2023-24, it was conducted in accordance with the applicable law.

d) Procedure for postal ballot:

Pursuant to Section 108, 110 and other applicable provisions of the Companies Act, 2013, the Company has conducted one postal ballot from June 28, 2023 to July 27, 2023. The procedure of aforesaid Postal Ballot is mentioned below;

The notices of postal ballot along with Postal Ballot Form and Explanatory Statement were dispatched to all the Members/ Beneficial Owners whose names appear in the Company's Register of Members/ records of depositories on the cut-off date. The Company also published a notice of completion of dispatch of postal ballot notice in the newspapers in accordance with the requirements of Companies Act, 2013. The members were provided with the facility to cast their votes either through dispatch of physical Postal Ballot Forms by post or through electronically voting facility provided by National Securities Depository Limited (NSDL).

Mr. Nilesh G. Shah, Partner, M/s. Nilesh Shah and Associates, Practicing Company Secretaries (FCS 4554), was appointed as the Scrutinizer to conduct the Postal Ballot and Remote E-voting in a fair and transparent manner and the Company had engaged the services of National Securities Depository Limited (NSDL) as the agency for the purpose of providing e-voting facility.

V. MEANS OF COMMUNICATION

- Unaudited quarterly, half yearly and year to date financial results are announced within forty-five days of the end of each quarter. The annual audited financial results are announced within sixty days of the end of the financial year as per the requirements of the Listing Regulations. The aforesaid financial results are submitted to BSE Limited (BSE) & National Stock Exchange of India Limited (NSE) where the shares of the Company are listed, immediately after the same were approved by the Board. The quarterly and annual results are generally published in leading English and Marathi daily newspapers within forty-eight hours of conclusion of Board Meeting. The audited financial statements form a part of the Annual Report which is sent to all the members well in advance prior to the Annual General Meeting.
- The Company also informs BSE & NSE on all price sensitive information / matters or such other matters, which in the opinion of the Board are material and of relevance to the members.
- In compliance with Listing Regulations and other rules and regulations issued by SEBI, the quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchange viz. BSE Limited & National Stock Exchange of India Limited are filed electronically on BSE & NSE online portal.
- Periodic information relating to Shareholding Pattern and Quarterly Financial Results are also made available on the Company's website at www.garwarehitechfilms.com.
- Company files with BSE & NSE all the presentations made to investors or to the analysts as per the requirement of Listing Regulations and also made it available on Company's website at www.garwarehitechfilms.com.

Annual General Meeting for year ending - 31 st March 2025.	Before the end of September 2025.
Date of Book Closure for the 67th AGM	Wednesday, September 18, 2024 to Tuesday, September 24, 2024 (Both days inclusive)
Email address for Investor Complaints	cs@garwarehitech.com

(v) Listing of Equity Shares on Stock Exchanges and Stock Codes

Name and address of the Stock Exchange	Stock Code
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai Samachar Marg, Mumbai, Maharashtra - 400001	500655
National Stock exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051	GRWRHITECH
ISIN	INE291A01017

The Company has paid Annual Listing fees to the Stock Exchanges for the financial year 2023-24. There is no outstanding of listing fees till date.

(vi) Stock Market Data and their Performance v/s S&P BSE Sensex

The high/low of the market price of the shares of the Company and the performance thereof with the BSE Sensex are given in the charts below:

Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
Apr-23	597.15	518.8	598.20	518.60
May-23	687.15	554.00	686.00	554.05
Jun-23	904.45	670.20	904.00	676.00
Jul-23	1020.55	818.30	1019.70	817.75
Aug-23	1218.00	887.05	1213.00	893.00
Sep-23	1470.00	1155.30	1475.00	1154.40
Oct-23	1632.10	1272.80	1634.00	1270.00
Nov-23	1585.60	1295.40	1584.00	1290.90
Dec-23	1506.15	1307.10	1510.95	1297.50
Jan-24	1777.95	1354.95	1778.95	1358.05
Feb-24	2197.00	1539.35	2200.00	1540.30
Mar-24	1999.90	1568.00	1975.00	1563.25

VI. GENERAL SHAREHOLDER INFORMATION

- (i) **Annual General Meeting Date, time and venue:** Tuesday, September 24, 2024 at 11.30 a.m. at Registered Office of the Company – Naigaon, Post Waluj, Chhatrapati Sambhajnagar (Aurangabad) – 431 133.
- (ii) **Financial Year:** 1st April to 31st March.
- (iii) **Dividend payment date:** on or after September 25, 2024
- (iv) **Financial Calendar (tentative)**

Financial Year	1st April, 2024 to 31st March, 2025
Financial Results for the Quarter ending: 1. June 30, 2024; 2. September 30, 2024; 3. December 31, 2024 and 4. March 31, 2025.	Within 45/60 days from the end of reporting quarter.

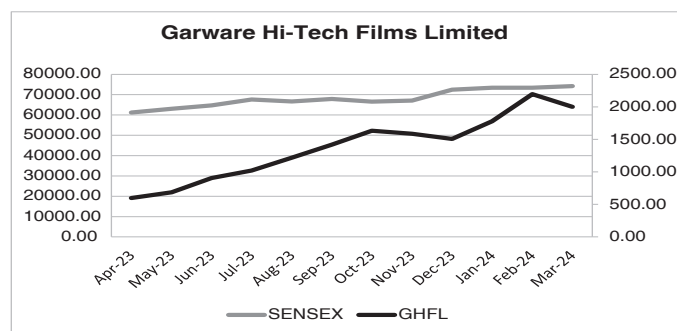
STOCK PERFORMANCE IN COMPARISON TO BSE SENSEX.

Month	BSE Sensex				BSE - GHFL (Price INR)			
	Open	High	Low	Close	Open	High	Low	Close
Apr-23	59,131.16	61,209.46	58,793.08	61,112.44	536.90	597.15	518.8	551.30
May-23	61,301.61	63,036.12	61,002.17	62,622.24	560.75	687.15	554.00	672.05
Jun-23	62,736.47	64,768.58	62,359.14	64,718.56	670.20	904.45	670.20	884.15
Jul-23	64,836.16	67,619.17	64,836.16	66,527.67	888.15	1020.55	818.30	1003.95
Aug-23	66,532.98	66,658.12	64,723.63	64,831.41	1000.05	1218.00	887.05	1154.95
Sep-23	64,855.51	67,927.23	64,818.37	65,828.41	1155.35	1470.00	1155.30	1463.05
Oct-23	65,813.42	66,592.16	63,092.98	63,874.93	1494.00	1632.10	1272.80	1472.85
Nov-23	63,829.87	67,069.89	63,550.46	66,988.44	1469.10	1585.60	1295.40	1417.05
Dec-23	67,181.15	72,484.34	67,149.07	72,240.26	1415.10	1506.15	1307.10	1402.70
Jan-24	72,218.39	73,427.59	70,001.60	71,752.11	1403.30	1777.95	1354.95	1684.95
Feb-24	71,998.78	73,413.93	70,809.84	72,500.30	1703.45	2197.00	1539.35	1905.35
Mar-24	72,606.31	74,245.17	71,674.42	73,651.35	1978.00	1999.90	1568.00	1746.35

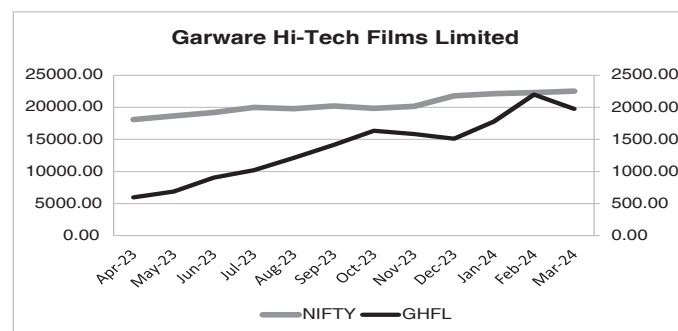
STOCK PERFORMANCE IN COMPARISON TO NSE NIFTY.

Month	NSE Nifty				NSE-GHFL (Price INR)			
	Open	High	Low	Close	Open	High	Low	Close
Apr-23	17,427.95	18,089.15	17,312.75	18,065.00	538.90	598.20	518.60	551.20
May-23	18,124.80	18,662.45	18,042.40	18,534.40	556.70	686.00	554.05	674.10
Jun-23	18,579.40	19,201.70	18,464.55	19,189.05	682.00	904.00	676.00	882.35
Jul-23	19,246.50	19,991.85	19,234.40	19,753.80	894.95	1019.70	817.75	1004.20
Aug-23	19,784.00	19,795.60	19,223.65	19,253.80	1010.95	1213.00	893.00	1156.80
Sep-23	19,258.15	20,222.45	19,255.70	19,638.30	1156.80	1475.00	1154.40	1462.20
Oct-23	19,622.40	19,849.75	18,837.85	19,079.60	1500.00	1634.00	1270.00	1471.05
Nov-23	19,064.05	20,158.70	18,973.70	20,133.15	1465.05	1584.00	1290.90	1418.60
Dec-23	20,194.10	21,801.45	20,183.70	21,731.40	1406.00	1510.95	1297.50	1401.90
Jan-24	21,727.75	22,124.15	21,137.20	21,725.70	1401.90	1778.95	1358.05	1694.95
Feb-24	21,780.65	22,297.50	21,530.20	21,982.80	1701.95	2200.00	1540.30	1903.35
Mar-24	22,048.30	22,526.60	21,710.20	22,326.90	1915.55	1975.00	1563.25	1748.50

Garware Hi Tech Films Ltd Share Price VS BSE Sensex



Garware Hi Tech Films Ltd Share Price VS NSE Nifty



(vii) Registrars and Share Transfer Agents

Link Intime India Private Limited,
C-101,247 Park, L.B.S. Marg, Vikhroli (West),
Mumbai – 400 083.
Tel. No.: 022 – 49186000/ 8108116767 Fax No.: 022 – 49186000
E-mail: rnt.helpdesk@linkintime.co.in
Link to raise an query: https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html

(viii) Share Transfer System.

Transmission, dematerialisation of shares, dividend payment and all other investor related matters are attended and processed by the Company's RTA.

In terms of requirements of Regulation 40 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the request for transfer of securities shall not be processed unless the securities are held in the dematerialized form with Depositories. While the request for transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, has mandated the listed entities to issue securities for the following service requests only in dematerialised form:

- i. Issue of duplicate securities certificate;
- ii. Claim from Suspense Escrow Demat Account;
- iii. Replacement/Exchange of securities certificate;
- iv. Endorsement;
- v. Sub-division/Splitting of securities certificate;
- vi. Consolidation of securities certificates/folios;
- vii. Transmission; and
- viii. Transposition.

Updation of PAN, KYC and Nomination details

Members are requested to update their KYC i.e. PAN, choice of nomination, contact details, email address, mobile no., contact details, complete bank details and specimen signatures etc. Members are requested to submit the Investor Service Request forms, i.e., ISR forms, along with the supporting documents. ISR forms can be accessed by visiting website of Company's Registrar and Transfer Agent i.e. M/s Link Intime India Private Limited by clicking the link <https://liiplweb.linkintime.co.in/KYC-downloads.html>. Member who holds shares in dematerialized form and wish to update their PAN, KYC and nomination details are required to contact their respective Depository Participants (DPs).

All queries and requests relating to share transfers/transmissions may be addressed to our RTA. To expedite the process of share transfers, the Stakeholders Relationship Committee has been empowered to attend to the share transfer formalities at regular intervals. Pursuant to Regulation 40 of Listing Regulations, as amended vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and Press Release No: 49/2018 dated December 03, 2018, shareholders may please note that, with effect from April

01, 2019, transfer of shares (except transmission and transposition of shares) will be in dematerialised form only. However, transfer deeds which were lodged with the company on or before March 31, 2019, but were returned due to any deficiency, will be processed upon re-lodgement. SEBI, vide circular no. SEBI/ HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020, has fixed March 31, 2021 as the cut-off date for re-lodgment of transfer requests and has stipulated that such transferred shares shall be issued only in demat mode. Therefore, the shareholders are requested to dematerialize their shares for their own benefit

(ix) Category wise shareholding as on 31st March, 2024

Sr. No.	Category	No. of shares held	% of shareholding
1.	Promoters (Shri S. B. Garware, family and Associates)	1,41,05,972	60.72
2.	Mutual Funds	9,24,450	3.98
3.	Banks, Financial Institutions, Insurance Companies (Central / State Govt. Institutions/ Non-Govt. Institutions)	3,099	0.01
4.	Private Corporate Bodies	10,13,202	4.36
5.	Foreign Institutional Investors & NRI	2,41,021	1.04
6.	IEPF Account	3,42,106	1.47
7.	Indian Public and Others	66,02,544	28.42
	Grand Total	2,32,32,394	100.00

(x) Distribution of Shareholdings as on March 31, 2024:

Sr No	No. of Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
1	1 to 500	38615	96.06	2366986	10.19
2	501 to 1000	763	1.90	584133	2.51
3	1001 to 2000	411	1.02	607931	2.62
4	2001 to 3000	131	0.33	327722	1.41
5	3001 to 4000	58	0.14	205997	0.89
6	4001 to 5000	39	0.10	181147	0.78
7	5001 to 10000	77	0.19	574227	2.47
8	10001 to above	105	0.26	18384251	79.13
	TOTAL	40199	100.00	23232394	100.00

(xi) Dematerialization of Shares and Liquidity

Company's shares are available for dematerialization on both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), for which purpose the Company has entered into Agreements with the respective Institutions.

Nearly 98.08% of the equity shares of the Company have been dematerialized by investors and bulk of transfers take place in the Demat form.

(xii) **There are no outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments issued by the Company.**

(xiii) **Commodity price risk or foreign exchange risk and hedging activities:**

During the year 2023-24, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company entered into forward contracts for hedging foreign exchange exposures against exports net of imports. There is no direct hedgeable commodity risk that the Company has on any of its raw materials or finished products. Thus, the Risk Management Policy covers only net forex exposure on account of its imports and exports.

The details of foreign currency exposure are disclosed in the Note No. 32 (c) to the Standalone Financial Statement.

(xiv) **Plants Location:** Waluj, Chikalthana, Chhatrapati Sambhajnagar (Aurangabad) and Nashik.

(xv) **Address for Correspondence:**

Garware House,
50-A, Swami Nityanand Marg,
Vile Parle (East), Mumbai – 400 057.
Tel No: 022-6698 8000 – 15
E-mail : cs@garwarehitech.com

(xvi) **Credit ratings of Bank Borrowings:**

Sr. No.	Facilities	Rating
1.	Long Term Bank facilities	CARE A +; Stable (Single A Plus; Outlook: Stable)
2.	Short Term Bank facilities	CARE A1+ (A One Plus)

VII. DISCLOSURES

(A) **Compliances with Governance Framework**

(i) The Company is in compliance with all mandatory requirements of Listing Regulations.

(ii) All the transactions entered into with the Related Parties as defined under the Companies Act, 2013 and the Regulation 23 of Listing Regulations during the financial year were in the ordinary course of business and at an arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year. Related party transactions have been disclosed under the Note No. 30 of IND AS notes forming part of the financial statements for the year ended March 31, 2024 is in accordance with "Indian Accounting Standard 24". A statement in summary form of transactions with related parties in the ordinary course of business and at an arm's length basis is periodically placed before the Audit Committee for the review and recommendation to the Board for their approval. The Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company www.garwarehitechfilms.com

(iii) None of the transactions with related parties were in conflict with the interest of the Company. All the transactions are in the normal course of business and have no potential conflict with the interest of the Company at large and are carried out on an arm's length basis or fair value.

(iv) In the preparation of the financial statements, the Company has followed the Indian Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to Financial Statements.

(v) The Company recognizes the "Risk Management" as an integrated, forward-looking process oriented approach for managing "Enterprise Wide Risks". The Company has in place a mechanism to inform the Board about the risk assessment and minimization procedures and periodical review to ensure that management controls risk through means of properly defined frame work.

(vi) Adoption of non-mandatory requirements of Listing Regulations is being reviewed by the Board from time-to-time.

(B) **Code of Conduct**

The Board has formulated a Code of Conduct for the Board Members and Senior Management Personnel of the Company. All the Board Members and Senior Management Personnel have affirmed their compliance with the code for the Financial Year ended 31st March, 2024. A Declaration to this effect signed by the Chairman of the Company is given elsewhere in the Annual Report.

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

All the Board of Directors and the Designated employees have confirmed compliance with the code.

The Company has adopted "Code of Fair Disclosure Conduct" and 'Code for prevention of Insider Trading' for regulating, monitoring and reporting of trading by Insider as stated under SEBI (Prohibition of Insider Trading) Regulation 2015. Pursuant to provision of Regulation 8 and 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation 2015 ("Insider Regulations"), a code of Practices and Procedures for fair disclosure of unpublished price sensitive information of the Company (The Code) has been formulated.

(C) **Details of non-compliance etc.**

The Company has complied with all the requirements of regulatory authorities. During the last three years, there were no instances of non-compliance by the Company and no penalty or strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to the capital markets.

(D) **Whistle blower policy- Vigil mechanism**

The Company's Whistle Blower Policy is in line with the provisions of the sub section 9 and 10 of Section 177 of the Companies Act, 2013 and as per Regulation 22 of SEBI (LODR), Regulations 2015.

This Policy establishes a vigil mechanism for Directors and employees to report genuine concerns regarding unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The said mechanism also provides for adequate safeguards against victimisation of persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. We confirm that during the financial year 2023-24, no employee of the Company was denied access to the Audit Committee. The Ethics Helpline can be contacted to report any suspected or confirmed

incident of fraud/misconduct on: Email: tmparikhnco@yahoo.co.in (Subsequently changed to nileshrd53@gmail.com) Telephone No: 0240-2567400.

(E) Compliance Report on discretionary requirements under Regulation 27(1) of the Listing Regulations:

- (i) **The Board:** Our chairman is an Executive Director and maintains the Chairman's office at the Company's expenses for the performance of his duties.
- (ii) **Shareholders' rights:** We did not send half-yearly results to the household of each shareholder(s) in FY 2023-24. Our quarterly and half-yearly results are displaying on our website of the Company at www.garwarehitechfilms.com and were published in widely circulated newspapers
- (iii) **Audit qualifications:** The auditors have not qualified the financial statements of the Company.
- (iv) **Reporting of internal audit:** The internal auditors regularly updates the audit committee on internal audit findings at the committee's meetings and conference calls.

(F) Subsidiary Companies

Your Company has two unlisted subsidiary Companies in terms of Regulation 16 of the Listing Regulations. The Audit Committee reviews the financial statements of the unlisted subsidiaries. The policy for determining the material subsidiary is hosted on Company's website at www.garwarehitechfilms.com.

(G) Details of utilization of funds raised through preferential allotment or qualified institutions placement.

The Company did not raise any funds through preferential allotment or qualified institutions placement during the Financial Year 2023-24.

(H) Certificate on Non-Disqualification of Directors

Certificate from M/s. Manish Ghia & Associates, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/ Ministry of Corporate Affairs or any other statutory authority, is annexed to this Report.

(I) There were no instances where the recommendations made by any of the Statutory Committees were not accepted by the Board.

(J) Payment to Statutory Auditors:

Total fees paid to Manubhai & Shah, Statutory Auditor and Kirtane and Pandit LLP, Joint Auditor of the Company is ₹ 41.81 Lakhs and ₹ 15.13 Lakhs respectively for all services on a consolidated basis.

(K) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

Sr. No.	Particulars	Details
1.	Name of Material Subsidiaries of the listed entity	Global Hi-Tech Films, Inc. USA
2.	Date and place of Incorporation material subsidiaries	Incorporated on December 22, 1997, in the State of Florida and State of Maryland, USA
3.	Name and Date of Appointment of the Statutory Auditors	KNAV P.A. Certified Public Accountants. Date of Appointment: September 4, 2020.

(L) Disclosure in relation to Sexual Harassment of Women at workplace

Pursuant to the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company has a Policy and framework for employees to report sexual harassment cases at work place and our process ensures complete anonymity and confidentiality of information. The Policy is available on the website of the Company www.garwarehitechfilms.com

No. of complaints filed during the Financial Year 2023-24	NIL
No. of complaints disposed of during the Financial Year 2023-24	NIL
No. of complaints pending during the Financial Year 2023-24	NIL

(M) Disclosure by the Company and its Subsidiaries of 'Loans and Advances in the nature of Loans to Firms/Companies in which Directors are interested by name and amount: NIL

(N) The Corporate Governance Report prepared, contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Listing Regulations ('Applicable criteria') for the year ended March 31, 2024 as required by the Company for annual submission to the Stock exchange: Yes

(O) RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a Qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit is carried out every quarter and the report thereon is submitted to the Bombay Stock Exchange Limited & National Stock Exchange of India Limited, where the Company's shares are listed. The audit confirms that total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

Top 10 Shareholders as on March 31, 2024 other than Promoter/ Promoter Group.

Sr. No.	Name of the Shareholder	No. of Shares held	% of Holding
1	Ashish Kacholia	794000	3.42
2	Quant Mutual Fund - Quant Small Cap Fund	537855	2.32
3	Investor Education and Protection Fund	342106	1.47
4	Bodhivriksha Engineers LLP	175000	0.75
5	LIC MF Large & Mid Cap Fund	153435	0.66
6	Garware Technical Fibres Limited	146350	0.63
7	LIC MF Multi Cap Fund	95332	0.41
8	Nisarg Ajaykumar Vakharia	92940	0.40
9	Sanjeev Vinodchandra Parekh	76297	0.33
10	Vinodchandra Mansukhlal Parekh	67569	0.29

(P) Transfer of Dividend and Shares to the Investor Education and Protection Fund:

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends, if not claimed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, shares in respect of such dividends which have not been claimed for a period of 7 consecutive years are also liable to be transferred to the Demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares. The provisions relating to transfer of shares were made effective by the Ministry of Corporate Affairs, vide its Notification dated October 13, 2017 read with the circular dated October 16, 2017.

The details of unclaimed dividends and shares transferred to IEPF are as follows:

Financial year	Amount of Unclaimed dividend transferred (₹ in Lakh)	Number of shares transferred
2008-09	4.69	1,90,580
	(Transferred on 30.01.2017)	(Transferred on 05.01.2018)
2009-10	7.46	14,459
	(Transferred on 01.12.2017)	(Transferred on 20.04.2018)
2010-11	7.71	13,821
(Interim Dividend)	(Transferred on 20.01.2018)	(Transferred on 14.06.2018)
2010-11	45.44	78,464
(Final Dividend)	(Transferred on 01.03.2019)	(Transferred on 29.03.2019)
2011-12	7.81	47,879
(Final Dividend)	(Transferred on 24.10.2019)	(Transferred on 19.11.2019)

The members who have a claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred.

The following tables give information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's Registrar and Share Transfer Agent:

Financial Year	Date of Declaration	Last date for claiming unpaid dividend
2016-17	27.09.2017	01.11.2024
2017-18	28.09.2018	02.11.2025
2018-19	25.09.2019	30.10.2026
2019-20	12.03.2020	16.04.2027
2020-21	28.09.2021	02.11.2028
2021-22	27.09.2022	01.11.2029
2022-23	27.09.2023	01.11.2030

(Q) CMD/CFO CERTIFICATION

The Chairman & Managing Director and Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board as required under Regulation 17 of the Listing Regulations. The Chief Financial Officer also gives quarterly certification on financial results while placing the financial results before the Board in terms of LODR Regulations.

(R) CERTIFICATE ON CORPORATE GOVERNANCE

A compliance certificate from Abbas Lakdawalla & Associates Practicing Company Secretary, pursuant to the requirements of Schedule V to the Listing Regulations regarding compliance of conditions of Corporate Governance has been annexed to this Report

(S) DETAILS OF SHARES IN SUSPENSE ACCOUNT:

Sr. No.	Particulars	No. of Shareholders	No. of Shares
1.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;	1	11
2.	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	1	91
3.	Number of shareholders to whom shares were transferred from suspense account during the year;	1	91
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;	7	279

(T) SECRETARIAL AUDIT:

- **M/s. Manish Ghia & Associates**, Practicing Company Secretaries have conducted the Secretarial Audit of the Company for the year 2023-24. Their Audit Report confirms that the Company has complied with its Memorandum and Articles of Association, the applicable provisions of the Act and the Rules made there under, Listing Regulations, applicable SEBI (LODR) Regulations, 2015 and other laws applicable to the Company. The Secretarial Audit Report forms part of the Board's Report.
- Pursuant to Regulation 40(9) of the (LODR) Regulations, 2015, Certificates have been issued on a half-yearly basis, by a Company Secretary in practice, certifying due compliance of share transfer formalities by the Company.

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

I hereby Confirm that:

The Company has obtained from all the Members of the Board and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in respect of the Financial Year ended 31st March, 2024.

Place : Mumbai
Date : 29th May 2024

Dr. S. B. Garware
Chairman & Managing Director
DIN: 00943822

CERTIFICATE BY CMD & CFO AS PER REGULATION 17(8) OF THE SEBI (LODR) REGULATION, 2015

The Board of Directors,

Garware Hi-Tech Films Limited

Garware House, 50-A, Swami Nityanand Marg,
Vile Parle (East)
Mumbai – 400 057.

We certify that:

- A. We have reviewed the financial statements and the cash flow statement of Garware Hi-Tech Films Limited for the financial year ended 31st March, 2024, and that to the best of our knowledge and belief:
 1. These statements do not contain any materially untrue statement or omit any material facts or contain statements that might be misleading.
 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the period are fraudulent, illegal or violates the code of conduct of the Company.
- C. We accept responsibility for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of internal control systems of the Company over financial reporting, and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls over financial reporting, if any, of which we are aware and the steps we have taken, propose to take, to rectify these deficiencies. In our opinion, there are adequate internal controls over financial reporting.
- D. We have indicated to the Auditors and the Audit Committee that there are:
 - 1) No significant changes in internal control over financial reporting during the period.
 - 2) No significant changes in the accounting policies; and
 - 3) No instances of fraud of which we have become aware and the involvement there in, if any, of the management or an employee having a significant role in the Company's internal control systems over financial reporting.
- E. We affirm that we have not denied any personnel access to the Audit Committee of the Company, and we have provided protection to whistle-blowers from unfair termination and other unfair or prejudicial employment practices.

We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the period covered by this report.

Dr. S. B. Garware
Chairman and Managing Director
DIN: 00943822

Pradeep Mehta
Chief Financial Officer

Place : Mumbai
Date : 29th May 2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members
Garware Hi-Tech Films Limited
Naigaon, Post, Waluj,
Chhatrapati Sambhajnagar,
Maharashtra – 431133.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Garware Hi-Tech Films Limited** (CIN: L10889MH1957PLC010889) and having its registered office at Naigaon, Post, Waluj, Chhatrapati Sambhajnagar, Maharashtra - 431133 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Dr. Shashikant B. Garware	00943822	June 06, 1957
2.	Ms. Monika Garware	00143400	March 31, 1989
3.	Mrs. Sarita Garware Ramsay	00136048	May 26, 2022
4.	Ms. Sonia Garware	00135995	January 31, 2007
5.	Mr. Tushar Parikh	00049287	December 27, 2013
6.	Mr. Ramesh Makhija	00209869	November 12, 2009
7.	Mr. Mahesh Agarwal	02595878	April 29, 2009
8.	Mr. Nilesh Doshi	00249715	November 12, 2014
9.	Mr. Vivekanand Kamath	07260441	August 08, 2018
10.	Ms. Devanshi Nanavati	08770422	June 25, 2020
11.	Mr. Mohan S. Adsul	00146752	August 11, 2023

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

For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)

Place: Mumbai
Date: May 29, 2024
UDIN: F006252F000471750

CS Mannish L. Ghia
Partner
M. No. FCS 6252, C.P. No. 3531
PR 822/2020

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
GARWARE HI-TECH FILMS LIMITED
(Formerly known as Garware Polyester Limited)

1. This Certificate on Corporate Governance has been issued in accordance with the terms of our Engagement Letter.
2. We have examined the compliance of conditions of Corporate Governance by GARWARE HI-TECH FILMS LIMITED ("the Company") for the year ended 31st March 2024, as specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraph C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations").
3. **Management's Responsibility:**
The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of Internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.
4. **Auditor's Responsibility:**
Our examination was limited to the review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. **Opinion:**
 - a. In our opinion, and to the best of our information and according to the explanations given to me and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2024.
 - b. We further state that such compliance 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.
6. **Restrictions on use:**
This certificate is issued solely for the purposes of complying with the aforesaid Regulations and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any other duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without my prior consent in writing.

For Abbas Lakdawalla & Associates LLP
Practicing Company Secretaries
Unique Code: L2021MH010000

CS VYOMA DESAI
DESIGNATED PARTNER
FCS 11166 CP 23010
DPIN: 09130520
UDIN: F011166F000416703

PLACE: MUMBAI
DATE : 21st May 2024

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Garware Hi-Tech Films Limited
Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Garware Hi-Tech Films Limited** ('the Company'), which comprise the Standalone Balance Sheet as at 31st March 2024, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (herein after referred to as 'the standalone financial statements').

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there is no key audit matter for the financial year ended 31st March, 2024 to be communicated in the Report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, Business Responsibility and Sustainability report and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

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

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on matters specified in paragraphs 3 and 4 of the order.
- 2) As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income,

Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the books of account;

- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the director is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 28(a) to the standalone financial statements;
 - (ii) The Company has made provision, as required under the applicable law or Indian accounting standard, for material foreseeable losses, if any on long-term contracts including derivative contracts
 - (iii) There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or

entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in 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;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (iv) (a) and (b) above, contain any material misstatement.
- (v) The dividend declared or paid by the Company during the year is in compliance with Section 123 of the Act, as applicable.
- (vi) Based on our examination which included test checks, the company has used an accounting software for

maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For Manubhai & Shah LLP
Chartered Accountants
FRN: 106041W / W100136

Laxminarayan Yekkali
Partner
Membership No: 114753

Place: Mumbai
Date: 29th May 2024
UDIN: 24114753BKDZVJ5194

For Kirtane & Pandit LLP
Chartered Accountants
FRN: 105215W / W100057

Aditya A. Kanetkar
Partner
Membership No: 149037

Place: Mumbai
Date: 29th May 2024
UDIN: 24149037BJZXRE5347

ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

- (i) (a) i. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets;
- ii. The Company has maintained proper records showing full particulars of Intangible Assets
- (b) The Company has a program of verification to cover all items of property, plant and equipment and right of use assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. Pursuant to the programme, a portion of the property, plant and equipment have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds comprising all the immovable properties of land and building which are freehold are held in the name of the Company as at the balance sheet date. In respect of immovable properties that have been taken on lease and disclosed as Property, Plant & Equipment in the standalone financial statements are in the name of the Company, except where the Company is the lessee in the agreement.
- (d) The Company has not revalued its Property, Plant and Equipment (including right of use assets) or intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at the date of our report for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Management has conducted physical verification of the inventories at reasonable intervals. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such verifications.
- (b) The Company has been sanctioned working capital limits in excess of rupees five crores in aggregate from banks on the basis of security of the current assets. Quarterly returns or statements filed by the company with such banks are in agreement with the books of accounts of the Company.
- (iii) The Company has not given any guarantee or security in respect of loans taken by any party. The investments made in units of mutual funds and unsecured loans granted to employees during the year, in respect of which:
 - (a) The Company has provided interest free unsecured loans to employees during the year which is as follows:

(₹ In Lakhs)

Particulars	Aggregate amount during the year	Balance outstanding at 31 st March 2024
Loans to Employees	35.32	11.43

- (b) In our opinion and according to the information and explanations given to us, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal has been stipulated and the repayments are regular as per the stipulation.
- (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence reporting under clause 3(iii)(f) is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not advanced any loans to the parties covered under section 185 of the Act. The Company has not given any loans and guarantees but has made investments in respect of which provisions of section 186 of the Act have been complied with.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the provisions of section 73, 74, 75 and 76 or any other relevant provisions of the Act and the Rules framed there under to the extent notified. Hence reporting under clause 3(v) is not applicable.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government of India for the maintenance of cost records under section 148(1) of the Act and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees’ State Insurance, Income-tax, Excise Duty, Custom Duty, Goods and Service Tax, Cess and other material statutory dues, as applicable, with the appropriate authorities and there are no arrears of outstanding statutory dues for a period of more than six months from the date they become payable.
- (b) According to the information and explanations given to us and based on the records of the Company examined by us, the particulars of dues of Income Tax, Service Tax, Sales Tax, Excise Duty, Custom Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues as at 31st March 2024 which have not been deposited on accounts of any disputes are as follows:

Name of the Statute	Nature of Dues	Amount (₹ in Lakhs)	Financial Year for which amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty	31.40	2001-02	Central Excise and Service Tax Appellate Tribunal
Central Excise Act, 1944	Excise Duty	4.92	2006-07	High Court
Central Excise Act, 1944	Excise Duty	4.25	2015-16	Dy Commissioner (Audit), Central Excise, Customs & Service Tax

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- (ix) (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to the bank, financial institution or government. The Company does not have any debenture holders as at the balance sheet date.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.
- (c) The term loans obtained during the year by the Company have been applied for the purposes for which they were obtained.
- (d) On an overall examination of the standalone financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanations given to us, and the procedures performed by us, Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Hence the reporting requirements of paragraph 3(ix)(e) of the Order are not applicable.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, and hence the reporting requirements of paragraph 3(ix)(f) of the Order are not applicable.
- (x) (a) In our opinion, and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xi) (a) No material fraud on or by the Company has been noticed or reported during the year nor have we been informed of any such case by the Management.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented by the management, there are no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting as per paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) (a) In our opinion the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company, in determining nature, timing and extent of our audit procedure.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors or persons connected with them. Accordingly, reporting as per paragraph 3(xv) of the Order is not applicable.

(xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, hence reporting requirement of paragraph 3(xvi)(a) of the Order is not applicable.

(b) The Company has not conducted any Non- Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934, hence reporting requirement of paragraph 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, hence reporting requirement of paragraph 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us during the course of audit, the Company does not have any CIC, hence reporting requirement of paragraph 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing 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 discharge by the Company as and when they fall due.

(xx) There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Further the Company has not undertaken any ongoing project as a part of CSR Accordingly, reporting under clause 3(xx)(a) and (b) of the Order are not applicable for the year.

For Manubhai & Shah LLP
Chartered Accountants
FRN: 106041W / W100136

For Kirtane & Pandit LLP
Chartered Accountants
FRN: 105215W / W100057

Laxminarayan Yekkali
Partner
Membership No: 114753

Aditya A. Kanetkar
Partner
Membership No: 149037

Place: Mumbai
Date: 29th May 2024
UDIN: 24114753BKDZVJ5194

Place: Mumbai
Date: 29th May 2024
UDIN: 24149037BJZXRE5347

ANNEXURE – B TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in paragraph 2(f) under “Report on Other Legal and Regulatory Requirements” section of our report of even date,

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

We have audited the internal financial controls over financial reporting of **Garware Hi-Tech Films Limited** (“the Company”) as of 31st March, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For Manubhai & Shah LLP Chartered Accountants

FRN: 106041W / W100136

Laxminarayan Yekkali Partner

Membership No: 114753

Place: Mumbai

Date: 29th May 2024

UDIN: 24114753BKDZVJ5194

For Kirtane & Pandit LLP Chartered Accountants

FRN: 105215W / W100057

Aditya A. Kanetkar Partner

Membership No: 149037

Place: Mumbai

Date: 29th May 2024

UDIN: 24149037BJZXRE5347

STANDALONE BALANCE SHEET AS AT 31st MARCH, 2024

Particulars	Notes	As at	As at
		March 31, 2024	March 31, 2023
		₹ In Lakhs	₹ In Lakhs
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2	1,44,813.24	1,46,435.07
Capital Work-In-Progress	2 (a)	232.13	1,031.61
Intangible Assets	2	92.90	122.72
Intangible Assets Under Development	2 (a)	8.75	8.75
Financial Assets			
Investments	3 (a)	8,866.61	7,773.91
Other Financial Assets	4	559.05	297.83
Other Non - Current Assets	10 (a)	422.69	608.78
TOTAL NON-CURRENT ASSETS		1,54,995.37	1,56,278.67
CURRENT ASSETS			
Inventories	9	24,123.67	15,678.94
Financial Assets			
Investments	3 (b)	27,548.91	31,629.87
Trade Receivables	5	12,250.59	8,242.03
Cash and Cash Equivalents	6 (a)	1,498.44	1,993.81
Bank Balances Other than above	6 (b)	436.14	1,046.65
Loans	7	33.56	33.61
Other Financial Asset	8	57.27	153.38
Current Tax Assets (Net)	11 (b)	114.58	-
Assets Classified as Held for Sale	10 (c)	856.32	-
Other Current Assets	10 (b)	3,804.96	2,696.81
TOTAL CURRENT ASSETS		70,724.44	61,475.10
TOTAL ASSETS		2,25,719.81	2,17,753.77
EQUITY			
Equity Share Capital	12 (a)	2,323.24	2,323.24
Other Equity	12 (b)	1,95,536.89	1,79,016.71
TOTAL EQUITY		1,97,860.13	1,81,339.95
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13 (a)	-	7,535.70
Lease Liabilities	13 (b)	1,373.44	887.90
Deferred Tax Liabilities (Net)	11 (a)	4,552.17	4,035.74
Provisions	16	537.58	441.67
TOTAL NON-CURRENT LIABILITIES		6,463.19	12,901.01
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13 (c)	-	6,542.95
Lease Liabilities	13 (b)	565.18	633.19
Trade and Other Payables	14		
Total Outstanding Dues of Micro Enterprises and Small Enterprises		1,634.12	1,038.88
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		14,354.72	9,396.55
Other Financial Liabilities	15	1,754.88	1,583.01
Other Current Liabilities	18	2,324.89	3,649.53
Provisions	17	762.70	644.57
Current Tax Liabilities (Net)	11 (b)	-	24.13
TOTAL CURRENT LIABILITIES		21,396.49	23,512.81
TOTAL LIABILITIES		27,859.68	36,413.82
TOTAL EQUITY AND LIABILITIES		2,25,719.81	2,17,753.77
Notes forming part of the Financial Statements	1 to 37		

As per our report of even date

For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)

LAXMINARAYAN P. YEKKALI
Partner

M. No. 114753

Mumbai, 29th May, 2024

As per our report of even date

For **KIRTANE & PANDIT LLP**
Chartered Accountants
(FRN. 105215W/W100057)

ADITYA A. KANETKAR
Partner

M. No. 149037

Mumbai, 29th May, 2024

For and on behalf of the Board of Directors

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

AWANEESH SRIVASTAVA
Company Secretary
ICSI M. No. FCS 8513

NILESH DOSHI
Director
DIN: 00249715

PRADEEP MEHTA
Chief Financial Officer
ICAI M. No. 049220

MOHAN S. ADSUL
Whole-Time Director
DIN: 00146752

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2024

Particulars	Notes	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
INCOME			
Revenue from Operations	19	1,58,165.11	1,31,123.58
Other Income	20	3,872.13	4,037.31
Total Income		1,62,037.24	1,35,160.89
EXPENSES			
Cost of Materials Consumed	21	79,286.72	60,275.87
Change in Inventories of Finished Goods and Work-in-Progress	22	(1,426.03)	(169.08)
Employee Benefits Expense	23	11,817.91	10,016.60
Finance Costs	24	1,009.52	1,531.16
Depreciation and Amortisation Expense	25	3,816.08	3,169.14
Other Expenses	26	43,539.85	40,773.58
Total Expenses		1,38,044.05	1,15,597.27
Profit Before Tax		23,993.19	19,563.62
Tax Expenses			
Current Tax	11 (b)	5,432.88	4,214.10
Short / (Excess) Tax of Earlier Year		3.28	(3.97)
Deferred Tax	11 (a & b)	464.38	594.01
Total Tax Expense		5,900.54	4,804.14
Profit for the Year		18,092.65	14,759.48
Other Comprehensive Income (OCI)			
Items that will not be Reclassified to Statement of Profit and Loss			
Gain on Fair Valuation of Equity Instruments		1,092.70	197.82
Remeasurement of Post-Employment Defined Benefit Obligations	29	(289.89)	(94.96)
Income Tax Relating to these Items	11 (b)	(52.04)	11.16
Other Comprehensive Income for the Year, Net of Tax		750.77	114.02
Total Comprehensive Income for the Year (Net)		18,843.42	14,873.50
Earnings Per Share			
Basic and Diluted	27	77.88	63.53
Notes Forming Part of the Financial Statements	1 to 37		

As per our report of even date
For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)

As per our report of even date
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M. No. 114753
Mumbai, 29th May, 2024

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Chief Financial Officer
ICAI M. No. 049220

STANDALONE STATEMENT OF CHANGES IN EQUITY AS AT 31st MARCH, 2024

EQUITY SHARE CAPITAL

	Notes	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Balance at the beginning of the year		2,323.24	2,323.24
Changes in Equity Share Capital Due to Prior Period Errors		-	-
Restated Balance at the Beginning of the Year		2,323.24	2,323.24
Changes in Equity Share Capital During the Year		-	-
Balance at the end of the year	12 (a)	2,323.24	2,323.24

OTHER EQUITY

	Reserves and Surplus					Equity Instruments through other Comprehensive Income	Total (₹ In Lakhs)
	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings		
As At March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	82,651.06	7,028.22	1,79,016.71
Profit for the Year	-	-	-	-	18,092.65	-	18,092.65
Other Comprehensive Income :							
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	(216.93)	-	(216.93)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	967.70	967.70
Total Comprehensive Income for the year	-	-	-	-	17,875.72	967.70	18,843.42
Reductions During the Year:							
Dividend Paid FY 2022-23	-	-	-	-	(2,323.24)	-	(2,323.24)
As At March 31, 2024	5,446.00	592.14	76,389.38	6,909.91	98,203.54	7,995.92	1,95,536.89

	Reserves and Surplus					Equity Instruments through other Comprehensive Income	Total (₹ In Lakhs)
	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings		
As At March 31, 2022	5,446.00	592.14	76,389.38	6,909.91	70,285.88	6,843.14	1,66,466.45
Profit for the Year	-	-	-	-	14,759.48	-	14,759.48
Other Comprehensive Income :							
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	(71.06)	-	(71.06)
b) Changes In Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	185.08	185.08
Total Comprehensive Income for the year	-	-	-	-	14,688.42	185.08	14,873.50
Reductions During the Year:							
Dividend Paid FY 2021-22	-	-	-	-	(2,323.24)	-	(2,323.24)
As At March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	82,651.06	7,028.22	1,79,016.71

As per our report of even date

For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)

LAXMINARAYAN P. YEKKALI
Partner
M. No. 114753
Mumbai, 29th May, 2024

As per our report of even date

For **KIRTANE & PANDIT LLP**
Chartered Accountants
(FRN. 105215W/W100057)

ADITYA A. KANETKAR
Partner
M. No. 149037
Mumbai, 29th May, 2024

For and on behalf of the Board of Directors

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

AWANEESH SRIVASTAVA
Company Secretary
ICSI M. No. FCS 8513

NILESH DOSHI
Director
DIN: 00249715

PRADEEP MEHTA
Chief Financial Officer
ICAI M. No. 049220

MOHAN S. ADSUL
Whole-Time Director
DIN: 00146752

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

Particulars	Year ended March 31, 2024 ₹ In Lakhs	Year ended March 31, 2023 ₹ In Lakhs
A. Cash Flow from Operating Activities		
Profit Before Tax	23,993.19	19,563.62
Adjustments for:		
Depreciation and Amortisation Expense	3,816.08	3,169.14
Finance Cost	1,009.52	1,531.16
Interest Income	(47.06)	(143.72)
Unrealised Exchange (Gain) / Loss	(224.36)	176.44
(Profit) / Loss on Sale / Disposal / Write-off of Property, Plant and Equipment	13.45	(362.03)
Dividend Income	(9.19)	(18.38)
Sundry Credit Balances & Provisions no Longer Required, Written Back	(77.93)	(69.14)
Net Gain on Financial Assets	(1,942.81)	(1,137.77)
	<u>2,537.70</u>	<u>3,145.70</u>
Operating Profit / (Loss) before Working Capital Changes	26,530.89	22,709.32
Changes in Assets and Liabilities:		
(Increase) / Decrease in Operating Assets:		
Inventories	(8,444.73)	(664.44)
Trade Receivables	(3,800.62)	4,847.26
Loans	0.05	(20.82)
Other Financial Assets	(521.45)	(128.73)
Other Assets	(911.95)	2,923.75
Increase / (Decrease) in Operating Liabilities:		
Trade Payables	5,601.62	(425.28)
Other Financial Liabilities	143.05	(675.58)
Other Liabilities	(1,279.34)	191.38
Provisions	(75.85)	(363.37)
	<u>(9,289.22)</u>	<u>5,684.17</u>
Cash Generated from Operations	17,241.67	28,393.49
Direct Taxes Paid	(5,574.87)	(4,140.96)
Net Cash Flow from Operating Activities (A)	11,666.80	24,252.53
B. Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment & Intangible Assets	(1,676.61)	(7,009.17)
Proceeds from Sale of Property, Plant and Equipment	85.99	410.55
Interest Income	47.06	143.72
Dividend on Investment	9.19	18.38
Net (Investment) / Redemption of Mutual Funds	6,072.99	(10,518.75)
Net Cash Flow Used in Investing Activities (B)	4,538.62	(16,955.27)

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

Particulars	Year ended	Year ended
	March 31, 2024	March 31, 2023
	₹ In Lakhs	₹ In Lakhs
C. Cash Flow from Financing Activities		
Finance Cost	(1,009.09)	(1,531.16)
Proceeds from Long Term Borrowings	157.48	2,376.91
(Repayments) of Long Term Borrowings	(14,236.13)	(6,542.95)
Proceeds from Finance Lease	474.85	68.95
(Repayment) of Lease Liability	(700.57)	(664.17)
Dividend Paid / Deposited	(2,323.24)	(2,323.24)
Movement in Margin Money Deposit	933.42	(53.92)
Movement in Unclaimed Dividend Account	2.49	(42.51)
Net Cash Flow from / (Used in) Financing Activities (C)	(16,700.79)	(8,712.09)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	(495.37)	(1,414.83)
Cash and Cash Equivalents (Opening Balance)	1,993.81	3,408.64
Cash and Cash Equivalents (Closing Balance)	1,498.44	1,993.81
Cash and Cash Equivalents at the End of the Year Include:	As at	As at
	March 31, 2024	March 31, 2023
	₹ In Lakhs	₹ In Lakhs
(a) Cash on Hand	5.32	9.96
(b) Balances with Banks in Current and Deposit Accounts	1,493.12	1,983.85
Cash and Cash Equivalents (Refer Note 6 (a))	1,498.44	1,993.81
Cash and Cash Equivalents at the End of the Year	1,498.44	1,993.81

Change in Liability Arising from Financing Activity

Particulars	As at March 31, 2023 ₹ In Lakhs	Cash Flow	Non Cash Change			As at March 31, 2024 ₹ In Lakhs
			Fair Value Changes	Foreign Exchange Movement / Other	Recognition of Lease Liability	
Borrowings - Non Current	8,423.60	(7,750.42)	57.01	-	643.25	1,373.44
Borrowings - Current	7,176.14	(6,610.96)	-	-	-	565.18

As per our report of even date	As per our report of even date	For and on behalf of the Board of Directors		
For MANUBHAI & SHAH LLP Chartered Accountants (FRN. 106041W/W100136)	For KIRTANE & PANDIT LLP Chartered Accountants (FRN. 105215W/W100057)	Dr. S. B. GARWARE Chairman & Managing Director DIN: 00943822	NILESH DOSHI Director DIN: 00249715	MOHAN S. ADSUL Whole-Time Director DIN: 00146752
LAXMINARAYAN P. YEKKALI Partner M. No. 114753 Mumbai, 29 th May, 2024	ADITYA A. KANETKAR Partner M. No. 149037 Mumbai, 29 th May, 2024	AWANEESH SRIVASTAVA Company Secretary ICSI M. No. FCS 8513	PRADEEP MEHTA Chief Financial Officer ICAI M. No. 049220	

COMPANY INFORMATION:

Garware Hi-Tech Films Limited ('the Company') is a listed entity incorporated in India. The equity shares of the Company are listed on the BSE (Bombay Stock Exchange) and NSE (National Stock Exchange) in India. The registered office of the Company is located at Naigaon, Post Waluj, Chhatrapati Sambhajnagar (Aurangabad) 431133 and the Corporate office is located at 50-A, Swami Nityanand Marg, Vile Parle (East), Mumbai 400 057.

The Company is engaged in the business of manufacturing of specialty performance polyester Films like Sun Control window films used in Automobiles, Buildings, etc, Paint Protection Films used in Automobiles and a variety of other specialty polyester films such as PET Shrink films used for Label applications, Low Oligomer PET films used for insulation of hermetically sealed compressors motors, Electric motor insulation and cable insulation, sequin application films, TV and LCD screen application, Packaging applications etc.

SUMMARY OF MATERIAL ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS:

A: Material Accounting Policies:

(a) Basis of Preparation

(i) Compliance with Ind AS

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015, as amended] and other relevant provisions of the Act.

The Company's financial statements are presented in Indian Rupees, which is also its functional currency.

These financial statements have been prepared and presented under the historical cost convention, on accrual basis of accounting except for certain financial assets and financial liabilities (including derivative instruments) that are measured at fair values at the end of each reporting period and Defined Benefits Plans – Plan Assets as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

(ii) Classification of Assets and Liabilities

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non - current classification of assets and liabilities.

(b) Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of Property, Plant and Equipment, borrowing cost (if capitalisation criteria are met) and any attributable costs of bringing the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the Property, Plant and Equipment can be measured reliably. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and Equipment. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation, Estimated Useful Lives and Residual Value

Depreciation on Property, Plant and Equipment is provided on the straight-line method arrived on the basis of the useful life provided as per the Schedule II of the Companies Act, 2013.

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of property plant and equipment (as mentioned below) over estimated useful lives which are different from the useful lives prescribed under Schedule II to the Companies Act, 2013.

Particulars	Useful life as technically assessed
Building (Including Roads)	10 - 20 years
Plant & Machinery (Including Electrical Installations)	03 - 20 years

The Property, Plant and Equipment capitalised under leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

The asset's residual values, depreciation method and useful lives are reviewed and adjusted if appropriate, at the end of the reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income / other expenses respectively.

Capital Work-in-Progress

Capital work-in-progress assets in the course of installation for production or/ and supply of goods or services or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost of construction/ installation is transferred to the appropriate category of Property, Plant and Equipment. The costs associated with the commissioning of an asset are capitalised where the asset is available for use but incapable of operating at normal levels until a period of commissioning has been completed.

(c) Intangible Assets

Intangible assets are stated at acquisition cost net of tax/ duty credits availed, if any, and net of accumulated amortisation. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the profit or Loss. Intangible assets are amortised on the straight line method as follows:

Asset	Useful life as technically assessed
Software	2-5 Years

Intangible Asset Under Development:

Intangible asset under development pertaining to upgradation of IT software are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost is transferred to the appropriate category of Intangible assets. Costs associated with the commissioning of an asset are capitalised where the asset is available for use but incapable of operating at normal levels until a period of commissioning has been completed.

(d) Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

After impairment, depreciation / amortization is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortization if there was no impairment.

(e) Non Current Assets Held for Sale

Non-Current Assets are classified as Held for Sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortized.

(f) Revenue from Contracts with Customers

A. Revenue from Sale of Goods or Services

Revenue from sale of goods or services (including scrap sales) are recognised when the control of goods or services are transferred to the customer at a transaction price that reflects the consideration entitled in exchange for those goods or services allocated to that contracted performance obligations. The Company also provides volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified. The discounts are accrued based on customary business practices. The control of goods refers to the ability to direct the use of and obtain substantially all of the remaining benefits from goods. Generally, control is transferred upon shipment of goods to the customer or when the goods are made available to the customer, provided that the transfer of title to the customer occurs and any significant risks of ownership or future obligations with respect to the goods shipped are not retained by the Company. Sales are recognised net of return/rebates excluding applicable goods and services tax.

The Company collects short-term advances from its customers. Using Ind AS 115 practical expedient, the Company recognises contract liabilities for the consideration received with respect to unsatisfied performance obligations and reports these amounts as advances received from customer under other head Current liabilities. The Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less. Thus, there is no significant financing component.

B. Contract Balances

Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract Liabilities

A 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 transfers 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.

Refund Liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

Export Benefits

Export entitlements under the Duty Draw Back Scheme / Other Schemes are recognised as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

(g) 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 recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating revenue.

Government grants relating to purchase of property, plant and equipment are netted off from acquisition amount of property, plant and equipment and the grant is recognised in profit or loss over the life of a depreciable asset as a reduced charge of depreciation expense.

(h) Inventories

- (1) Raw Materials and Packing Materials are valued at the lower of cost and net realizable value. Cost is determined on a moving weighted average basis. Cost includes the cost of purchase and other expenses directly attributable to their acquisition but excludes duties & taxes, which are subsequently recoverable from the taxing authorities.
- (2) Stores and Spares are valued at cost computed on a moving weighted average basis. Cost includes the cost of purchase and other expenses directly attributable to their acquisition but excludes duties and taxes that are subsequently recoverable from the taxing authorities.
- (3) Semi-finished goods including those held for captive consumption is valued at factory cost including allocated depreciation.
- (4) Finished goods are valued at the lower of cost and net realizable value. Cost includes direct material labour, other direct cost and a proportion of manufacturing overheads.
- (5) Purchases of finished goods are valued at the lower of cost and net realizable value.

(i) Financial Instruments

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

A. Financial Assets

(1) Classification

The Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- Those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(2) Measurement

All financial assets are recognized initially at fair value and where financial assets are not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. These includes Trade receivables, Cash and cash equivalent, other bank balances, Fixed Deposits with bank and Loan.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely for the payment of principal and interest.

Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments as follows:

- **Amortised Cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Equity Instruments

The Company subsequently measures equity investment at fair value. The Company's Management elects to present fair value gains and losses on equity investments in other comprehensive income or profit and loss account on an instrument by instrument basis.

(3) Impairment of Financial Assets

The Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Refer Note 32 (A) for details of credit risk.

For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(4) Derecognition of Financial Assets

A financial asset is derecognised only when

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

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

B. Financial Liability

(1) Initial Recognition and Measurement:

The Company recognizes financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognised as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability.

(2) Measurement:

All financial liabilities of the Company are subsequently measured at amortised cost using the effective interest method.

Under the effective interest rate method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest rate method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortised cost at each reporting date. The corresponding effect of the amortization under effective interest rate method is recognised as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

(3) Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid is recognised in the Statement of Profit and Loss.

(j) Derivative Financial Instruments

Derivative financial instruments such as forward contracts to hedge foreign currency risk are initially recognised at fair value and subsequently remeasured at their fair value with changes in fair value recognised in the Statement of Profit & Loss in the period when they arise.

(k) Foreign Currency Translation

(1) Functional and Presentation Currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupees which is the Company's functional and presentation currency.

(2) Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit and loss and are presented in the Statement of Profit or Loss on a net basis. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange gains and losses on foreign currency borrowings is accounted by addition or deduction to the cost of asset so far it relates to capital asset to the extent that they are regarded as an adjustment to interest cost and in other cases by charging it to the statement of profit and loss as a gain or loss on account of exchange differences under the head finance costs.

(l) Leases

The Company's lease asset primarily consists of leases for buildings, and for vehicles. The Company, at the inception of the contract, assesses whether a contract contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability at the lease commencement date. The right-of-use assets initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are subsequently depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets is evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using Company's incremental borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it exercises an extension or a termination option.

The Company treated the leases with remaining lease term for less than 12 months as if they were "short term lease".

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

(m) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of cash flows statement comprise cash at bank, cash in hand, demand deposits with banks and other deposits with an original maturity of three months or less.

(n) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest rate method. Borrowings are eliminated from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

(o) Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs are recognised as an expense in the year in which they are incurred.

(p) Provisions and Contingent Liabilities & Assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

(q) Investment in Subsidiaries

Investments in subsidiaries are recognised at cost as per Ind AS 27.

(r) Employee Benefits

(i) Short-term Obligations

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

(ii) Other Long-term Employee Benefit Obligations

The liabilities for earned leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

(iii) Post-employment Benefits

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as Gratuity and Pension; and
- (b) Defined contribution plans such as Provident Fund / Superannuation Fund / National Pension Scheme

Defined Benefit Plans

The liability or asset recognised in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

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

Defined Contribution Plans

Defined Contribution Plans such as Provident Fund etc., are charged to the Statement of Profit and Loss as incurred. Further for certain employees, the monthly contribution for Provident Fund is made to a Trust administered by the Company. The interest payable by the Trust is notified by the Government. The Company has an obligation to make good the shortfall, if any.

Termination Benefits

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits at the earlier of the following dates: (a) when the Company can no longer withdraw the offer of those benefits; and (b) when the Company recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due for more than 12 months after the end of the reporting period are discounted to present value.

(s) Earnings Per Share

Earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

(t) Income Taxes

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. Current tax is determined as the amount of tax payable in respect of taxable income for the period as per the provisions of Income Tax Act, 1961.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

(u) Significant Accounting Judgements, Estimates and Assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. The management overview the areas that involve a higher degree of judgement or complexity and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

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

i. Taxes

The Company provides for tax considering the applicable tax regulations and based on reasonable estimates, management periodically evaluates positions taken in the tax returns giving due considerations to tax laws and establishes provisions in the event if required as a result of differing interpretation or due to retrospective amendments, if any. The recognition of deferred tax assets is based on availability of sufficient taxable profits in the Company against which such assets can be utilised.

ii. Defined Benefit Obligations

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

iii. Recoverability of Trade Receivables

Required judgements are used in assessing the recoverability of overdue trade receivables and for determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate risk of non-payment.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

2. PROPERTY, PLANT AND EQUIPMENT

Description	Gross Carrying Amount					Depreciation / Amortisation				Net Carrying Amount
	Gross Carrying Amount as at April 1, 2023	Additions / Adjustments During the Year	Disposal/ Adjustments During the Year	As at March 31, 2024	Up to March 31, 2023	Charge for the Year	Disposal / Adjustments During the Year	Up to March 31, 2024	As at March 31, 2024	
									77,066.97	-
Property, Plant and Equipment :-										
Land (Freehold)	77,066.97	-	-	77,066.97	-	-	-	-	-	77,066.97
Land (Leasehold)	23,576.85	-	-	23,576.85	-	-	-	-	-	23,576.85
Buildings	9,969.17	379.40	0.30	10,348.27	1,977.77	526.88	0.15	2,504.50	2,504.50	7,843.77
Right to use - Building	2,239.30	578.08	617.39	2,199.99	1,614.49	445.84	607.02	1,453.31	1,453.31	746.68
Plant & Machinery#	41,555.93	1,083.88	1,361.39	41,278.42	7,698.21	2,132.01	410.51	9,419.71	9,419.71	31,858.71
Electrical Installations	519.72	27.06	1.09	545.69	179.14	68.21	1.08	246.27	246.27	299.42
Laboratory Equipments	1,600.32	153.92	4.67	1,749.57	419.10	165.26	4.35	580.01	580.01	1,169.56
Furniture & Fixtures	291.30	29.43	1.59	319.14	129.29	29.36	1.46	157.19	157.19	161.95
Office Equipments	518.63	44.60	50.31	512.92	305.43	72.55	46.20	331.78	331.78	181.14
Vehicles	500.99	82.97	27.28	556.68	294.36	54.14	27.27	321.23	321.23	235.45
Right to use - Vehicles	1,390.31	674.56	-	2,064.87	351.00	188.88	-	539.88	539.88	1,524.99
Capital Expenditure On Research & Development	18.37	0.55	0.06	18.86	12.79	1.87	0.06	14.60	14.60	4.26
Data Processing Equipments	622.59	54.36	32.26	644.69	453.80	79.50	32.10	501.20	501.20	143.49
TOTAL (A)	1,59,870.45	3,108.81	2,096.34	1,60,882.92	13,435.38	3,764.50	1,130.20	16,069.68	16,069.68	1,44,813.24
Intangible Assets :-										
Software	423.27	21.76	0.25	444.78	300.55	51.58	0.25	351.88	351.88	92.90
TOTAL (B)	423.27	21.76	0.25	444.78	300.55	51.58	0.25	351.88	351.88	92.90
TOTAL (A + B)	1,60,293.72	3,130.57	2,096.59	1,61,327.70	13,735.93	3,816.08	1,130.45	16,421.56	16,421.56	1,44,906.14
Capital Work in Progress (Refer Note 2 (a))										240.88

i) Refer Note No. 28 (a) (d) for disclosure of contractual commitments for Property, Plant and Equipments.

ii) Refer Note No. 13 for Property pledged as security.

iii) The company does not hold any benami property under the Benami Transactions (prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

iv) There has been no revaluation of Property Plant and Equipment during the year.

v) # Disposal / adjustment during the year include gross amount of ₹1,205.25 lakhs and accumulated depreciation include ₹348.93 lakhs for assets classified as held for sale (Refer Note No.10(c)).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

2. PROPERTY, PLANT AND EQUIPMENT

Description	Gross Carrying Amount				Depreciation / Amortisation			Net Carrying Amount As at March 31, 2023
	Gross Carrying Amount as at April 1, 2022	Additions / Adjustments During the Year	Disposal/ Adjustments During the Year	As at March 31, 2023	Up to March 31, 2022	Charge for the Year	Disposal / Adjustments During the Year	
Property, Plant and Equipment :-								
Land (Freehold)	77,066.97	-	-	77,066.97	-	-	-	77,066.97
Land (Leasehold)	23,576.85	-	-	23,576.85	-	-	-	23,576.85
Buildings	6,644.42	3,324.75	-	9,969.17	1,601.24	376.53	-	7,991.40
Right to use - Building	2,169.20	170.18	100.08	2,239.30	1,263.22	451.35	100.08	624.81
Plant & Machinery	30,572.41	11,055.54	72.02	41,555.93	6,006.42	1,719.29	27.50	33,857.72
Electrical Installations	407.07	112.65	-	519.72	127.57	51.57	-	340.58
Laboratory Equipments	907.38	692.94	-	1,600.32	303.63	115.47	-	1,181.22
Furniture & Fixtures	244.15	47.15	-	291.30	103.71	25.58	-	162.01
Office Equipments	410.83	107.80	-	518.63	242.42	63.01	-	213.20
Vehicles	490.87	17.36	7.24	500.99	245.18	52.42	3.24	206.63
Right to use - Vehicles	1,307.41	122.21	39.31	1,390.31	186.14	179.68	14.82	1,039.31
Capital Expenditure on Research & Development	18.37	-	-	18.37	10.80	1.99	-	5.58
Data Processing Equipments	533.47	93.76	4.64	622.59	386.30	72.14	4.64	168.79
TOTAL (A)	1,44,349.40	15,744.34	223.29	1,59,870.45	10,476.63	3,109.03	150.28	1,46,435.07
Software	408.67	14.60	-	423.27	240.44	60.11	-	122.72
TOTAL (B)	408.67	14.60	-	423.27	240.44	60.11	-	122.72
TOTAL (A + B)	1,44,758.07	15,758.94	223.29	1,60,293.72	10,717.07	3,169.14	150.28	1,46,557.79
Capital Work in Progress (Refer Note 2 (a))								1,040.36

- i) The company does not hold any benami property under the Benami Transactions (prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
ii) There has been no revaluation of Property Plant and Equipment during the year.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

2. (a) The break up of expenses shown under capital work in progress (pending allocation) as on March 31, 2024 is as under :

(₹ In Lakhs)	
Particulars	2023-24
Opening Balance	1,040.36
Additions During the Year	617.86
Less: Capitalised During the Year	(1,417.58)
Finance Charges	0.24
Closing Balance*	240.88

Includes Intangible Assets under development ₹ 8.75 Lakhs (March 31, 2023: ₹ 8.75 Lakhs)]

CWIP Ageing Schedule

Particulars	Amount in CWIP as on 31.03.2024 for period of				Amount in CWIP as on 31.03.2023 for period of				(₹ In Lakhs)	
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 1 year	1-2 years	2-3 years		More than 3 years
Ongoing Projects	181.19	0.26	-	-	181.45	173.65	782.23	-	-	955.88
Project Stock	44.72	5.96	-	-	50.68	63.53	4.14	8.06	-	75.73
Projects in Progress	225.91	6.22	-	-	232.13	237.18	786.37	8.06	-	1,031.61
Projects Suspended	-	-	-	-	-	-	-	-	-	-
TOTAL	225.91	6.22	-	-	232.13	237.18	786.37	8.06	-	1,031.61

Intangible Projects

Particulars	Amount in CWIP as on 31.03.2024 for period of				Amount in CWIP as on 31.03.2023 for period of				(₹ In Lakhs)	
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 1 year	1-2 years	2-3 years		More than 3 years
Ongoing Projects	-	1.45	7.30	-	8.75	1.45	7.30	-	-	8.75
Project Stock	-	-	-	-	-	-	-	-	-	-
Projects in Progress	-	1.45	7.30	-	8.75	1.45	7.30	-	-	8.75
Projects Suspended	-	-	-	-	-	-	-	-	-	-
TOTAL	-	1.45	7.30	-	8.75	1.45	7.30	-	-	8.75

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

(₹ In Lakhs)

Particulars	As on 31.03.2024 to be completed in				As on 31.03.2023 to be completed in					
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Upgradation & Modification and other Projects	170.53	-	-	-	170.53	951.08	-	-	-	951.08
TOTAL	170.53	-	-	-	170.53	951.08	-	-	-	951.08

(₹ In Lakhs)

Particulars	As on 31.03.2024 to be completed in				As on 31.03.2023 to be completed in					
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
IT Upgradation Project	8.75	-	-	-	8.75	8.75	-	-	-	8.75
TOTAL	8.75	-	-	-	8.75	8.75	-	-	-	8.75

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

3. (a) NON - CURRENT INVESTMENTS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Investment at Fair Value Through Other Comprehensive Income (FVTOCI) In Quoted Equity Instruments		
262,543 (March 31, 2023 - 262,543) Equity Shares of Garware Technical Fibres Limited, of the face value of ₹ 10/- each, Fully Paid up.	8,724.96	7,632.26
Investment In Equity Instruments of Subsidiary - At Cost Fully Paid		
2,50,000 (March 31, 2023 - 2,50,000) Ordinary shares of Garware Hi-Tech Films International Limited, London, of the Face Value of Pound 1/- each, Fully Paid-up.	133.57	133.57
Investment At Fair Value Through Profit And Loss (FVTPL) In Unquoted Equity Instruments		
500 (March 31, 2023 - 500) Equity Shares of The Co-Operative Stores Ltd. (New Delhi), of the Face Value of ₹ 10/- each, Fully Paid up	0.05	0.05
10,000 (March 31, 2023 - 10,000) Equity Shares of S I C O M Ltd., of the Face Value of ₹ 10/- Each Fully Paid up	8.00	8.00
100 (March 31, 2023 - 100) Equity Shares of Cosmos Co-Operative Bank Ltd., of the Face Value of ₹ 10/- Each Fully Paid up	0.02	0.02
25 (March 31, 2023 - 25) Equity Shares of Shamrao Vithhal Co-Operative Bank Ltd, of the Face Value of ₹ 25/- Each Fully Paid up	0.01	0.01
TOTAL	8,866.61	7,773.91
Aggregate Amount of Quoted Investments	8,724.96	7,632.26
Aggregate Amount of Unquoted Investments	141.65	141.65
Aggregate Cost of Total Investments	179.07	179.07

- i) Investment in subsidiary of ₹ 133.57 lakhs (March 31, 2023: ₹ 133.57 lakhs) has been accounted for as per Ind AS 27
- ii) The company has not traded or invested in any Crypto currency or Virtual currency during the current year and previous year.
- iii) The shares held in Garware Technical Fibres Limited are presented at Fair Value through Other Comprehensive Income because these shares are not held by the Company for trading purpose or received as a contingent consideration pursuant to business combination.

3. (b) CURRENT INVESTMENTS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Investment at Fair Value Through Profit and Loss (FVTPL) in Quoted Mutual Funds		
3,86,49,202 Units in HDFC Arbitrage Fund (Previous year 3,66,04,008 Units)	7,098.31	6,219.02
1,29,060 Units in HDFC Overnight Mutual Fund (Previous year 4,06,685 Units)	4,585.76	13,536.26
77,32,498 Units in HDFC Corporate Bond Fund (Previous year 77,32,498 Units)	2,310.74	2,135.66
4,08,66,511 Units in Tata Arbitrage Fund (Previous year 2,99,11,756 Units)	5,610.81	3,793.08
1,43,05,500 Units in Axis Corporate Debt Fund (Previous year 1,43,05,500 Units)	2,313.63	2,141.86
1,54,71,962 Units in Kotak Equity Arbitrage Fund (Previous year 1,13,38,844 Units)	5,629.66	3,803.99
TOTAL	27,548.91	31,629.87
Aggregate Cost of Quoted Investments	24,779.89	30,359.86
Aggregate Fair Value of Quoted Investments (NAV)	27,548.91	31,629.87

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

4. OTHER FINANCIAL ASSETS - NON - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Security Deposits (Considered Good, Unsecured)	174.15	238.33
Margin Money with more than 12 months maturity	384.90	59.50
TOTAL	559.05	297.83

i) Security deposit includes rental deposits of ₹ 64.50 lakhs given to Directors (March 31, 2023 - ₹ 64.50 lakhs) and ₹ 43.50 lakhs given to companies in which Directors are a Director / Member (March 31, 2023 - ₹ 43.50 lakhs).

5. TRADE RECEIVABLES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Trade Receivable Considered Good, Unsecured	2,863.86	2,598.97
Trade Receivable - Credit Impaired	20.86	20.86
Less: Allowance For Doubtful Debts	(20.86)	(20.86)
Trade Receivable due From Subsidiary Companies	9,386.73	5,643.06
TOTAL	12,250.59	8,242.03

Trade Receivable - Ageing Schedule from Due Date of Payment

₹ In Lakhs

Particulars	March 31, 2024						
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered Good	10,914.91	1,335.32	0.36	-	-	-	12,250.59
(ii) Undisputed Trade Receivables - which have Significant Increase in Credit Risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have Significant Increase in Credit Risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	20.86	20.86
Less : Allowance for Doubtful Debts	-	-	-	-	-	(20.86)	(20.86)
TOTAL	10,914.91	1,335.32	0.36	-	-	-	12,250.59

₹ In Lakhs

Particulars	March 31, 2023						
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered Good	7,537.72	704.21	0.10	-	-	-	8,242.03
(ii) Undisputed Trade Receivables - which have Significant Increase in Credit Risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have Significant Increase in Credit Risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	20.86	20.86
Less : Allowance for Doubtful Debts	-	-	-	-	-	(20.86)	(20.86)
TOTAL	7,537.72	704.21	0.10	-	-	-	8,242.03

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

6. (a) CASH AND CASH EQUIVALENTS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Balances with Banks		
In Current Accounts	1,493.12	1,983.85
Cash on Hand	5.32	9.96
TOTAL	1,498.44	1,993.81

6. (b) OTHER BANK BALANCES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
In Earmarked Accounts		
Unclaimed Dividend Accounts	162.76	165.25
Margin Money Deposit	273.38	881.40
TOTAL	436.14	1,046.65

7. LOANS - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Loans and Advances to Employees - Considered Good, Unsecured	33.56	33.61
TOTAL	33.56	33.61

- i) No funds has been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity including foreign entity (Intermediaries) with the understanding whether recorded in writing or otherwise that the Intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

8. OTHER FINANCIAL ASSETS - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Derivative Financial Instrument	-	30.94
Other Receivables	57.27	122.44
TOTAL	57.27	153.38

- i) Other receivables includes insurance claim and discount receivable from vendors.

9. INVENTORIES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Stores, Spares and Packing Materials	3,779.00	2,965.53
Raw Materials	10,980.41	4,775.18
Finished Goods	394.31	123.39
Finished Goods (Stock in Transit)	3,071.74	2,982.05
Semi Finished Goods	5,898.21	4,832.79
TOTAL	24,123.67	15,678.94

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

10. (a) OTHER NON CURRENT ASSETS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Capital Advances		
Secured, Considered Good	65.32	56.42
Unsecured, Considered Good	355.07	169.64
	420.39	226.06
Advances Other than Capital Advances		
Balances with Government Authorities (Previous Year Includes VAT Receivable ₹ 379.99 Lakhs)	2.30	382.72
TOTAL	422.69	608.78

10. (b) OTHER CURRENT ASSETS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Prepaid Expenses	401.88	284.06
Balances with Government Authorities	2,285.95	1,771.80
Advances Paid to Suppliers / Vendors	1,117.13	640.95
TOTAL	3,804.96	2,696.81

10. (c) ASSETS CLASSIFIED AS HELD FOR SALE

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Plant and Equipment*	856.32	-
TOTAL	856.32	-

*The company intends to dispose off certain used / old plant and equipment situated at Waluj plant, as it no longer intends to use in the next 12 months. The company expects fair value less cost to sell to be higher than carrying amount.

11. (a) DEFERRED TAX ASSETS

The Balance of Deferred Tax Comprises Temporary Differences Attributable to:

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Deferred Tax Assets		
Expenses Allowed on Payment Basis	244.23	177.53
IND AS 116- Right to use Assets	13.55	25.36
Remeasurements of Post Defined Benefit Obligations	262.38	189.42
Others	9.82	9.87
TOTAL (a)	529.98	402.18
Deferred Tax Liabilities		
Excess of Written Down Value as per Books and as per Income Tax Act, 1961	4,005.99	3,705.41
Deferred Tax On Fair Value changes	1,076.16	732.51
TOTAL (b)	5,082.15	4,437.92
Deferred Tax Assets / (Liability) (Net) TOTAL (a-b)	(4,552.17)	(4,035.74)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

Changes in Deferred Tax Assets / (Liabilities) in Statement of Profit and Loss [(charged) / credited during the year]

	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Expenses Allowed on Payment Basis	66.70	(150.56)
Others	(0.05)	-
IND AS 116- Right to use Assets	(11.81)	(7.86)
Excess of Written Down Value as per Books and as per Income Tax Act, 1961	(300.58)	(391.94)
Remeasurements of Post Defined Benefit Obligations	72.96	23.90
Deferred Tax on Fair Value changes	(343.64)	(56.39)
TOTAL	(516.42)	(582.85)

11. (b) INCOME TAXES

**The Major Components of Income Tax Expense for the Year Ended are :
Statement of Profit and Loss**

Profit and Loss Section	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Current Income Tax		
Current Tax on Profit for the Current Year	5,432.88	4,214.10
Short / (Excess) Tax of earlier Years	3.28	(3.97)
Deferred tax	464.38	594.01
Income Tax Expense Reported in the Statement of Profit or Loss	5,900.54	4,804.14
Other Comprehensive Income Section	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Deferred Tax Relating to Remeasurements of Post Employment Benefit Obligations and Gain on Fair Valuation of Equity Instruments	52.04	(11.16)
Income Tax Charged to OCI	52.04	(11.16)
Movement in Income Tax (Assets) / Liabilities (Net)	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Opening Balance [Payable / (Receivable)]	24.13	(45.04)
Add : Current Tax Payable for the Year	5,436.16	4,210.13
Less : Taxes Paid	(5,574.87)	(4,140.96)
Closing Balance [Payable / (Receivable)]	(114.58)	24.13
Reconciliation of Tax Expense and Accounting Profit for the Year:	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Accounting Profit Before Tax	23,993.19	19,563.62
Tax at Statutory Income Tax Rate of @ 25.168%	6,038.61	4,923.77
Tax effect of amounts which are not deductible (taxable) in calculating taxable income		
Donations / CSR Expenses	96.39	85.18
Short / (Excess) Income Tax of earlier years	3.28	(3.97)
Other Items	(78.13)	(100.11)
Long Term Capital Gain Taxable at Special Rate	(159.61)	(100.73)
Income - Tax Expense	5,900.54	4,804.14

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

12. (a) EQUITY AND SHARE CAPITAL

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Authorised Equity Share Capital:		
40,000,000 (March 31, 2023: 40,000,000) Equity Shares of ₹ 10/- each	4,000	4,000
6,000,000 (March 31, 2023: 6,000,000) Preference Shares of ₹ 100/- each	6,000	6,000
TOTAL	10,000	10,000
Issued, subscribed and Paid up :		
23,232,394 (March 31, 2023: 23,232,394) Equity Shares of ₹ 10/- each	2,323.24	2,323.24
TOTAL	2,323.24	2,323.24

(i) Reconciliation of Number of Equity Shares

	As at March 31, 2024	As at March 31, 2023
Shares Outstanding at the Beginning of the year	2,32,32,394	2,32,32,394
Add: Issued during the year	-	-
Outstanding at the end of the year	2,32,32,394	2,32,32,394

(ii) Terms / Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/-. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees.

Final Dividend of ₹ 10/- per equity share for the Financial year ended 31st March 2024 proposed by board of directors in its meeting held on 29th May 2024 (₹ 10/- per equity share for FY 2022-23) is in compliance with Section 123 of the Companies Act 2013 and is subject to approval of shareholders in the ensuing Annual General Meeting and if approved, would result in Cash outflow of ₹ 2,323.24 Lakhs.

(iii) Details of Equity Shares held by Shareholders holding more than 5% of the aggregate Shares in the Company

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023	
	% holding	No. of shares	% holding	No. of shares
S. B. Garware Family Trust	38.17%	88,68,372	38.17%	88,68,372
B. D. Garware Research Centre Private Limited (Formerly known as B.D Garware Research Centre)	5.35%	12,42,216	5.35%	12,42,216
Shri. S. B. Garware	5.01%	11,63,001	5.01%	11,63,001

(iv) Details of Shares held by Promoters

Sr. No.	Promoter Name	As at 31.03.2024		As at 31.03.2023		% change during FY 23-24
		No. of shares	% of total shares	No. of shares	% of total shares	
1	S. B. Garware Family Trust	88,68,372	38.17%	88,68,372	38.17%	-
2	B. D. Garware Research Centre Private Limited (Formerly known as B.D Garware Research Centre)	12,42,216	5.35%	12,42,216	5.35%	-
3	Shri. S. B. Garware	11,63,001	5.01%	11,63,001	5.01%	-
4	Monika Garware Benefit Trust	5,73,917	2.47%	5,73,917	2.47%	-
5	Sarita Garware Benefit Trust	5,73,917	2.47%	5,73,917	2.47%	-
6	Great View Real Estates Private Limited	4,69,175	2.02%	4,69,175	2.02%	-
7	Ms. Sonia Garware	2,68,595	1.16%	2,68,595	1.16%	-
8	Mrs. Sarita Garware Ramsay	2,67,810	1.15%	2,67,810	1.15%	-
9	Ms. Monika Garware	2,67,504	1.15%	2,67,504	1.15%	-
10	Garware Industries Private Limited	2,35,000	1.01%	2,35,000	1.01%	-
11	Mrs. Sheela S. Garware	1,75,465	0.76%	1,75,465	0.76%	-
12	Sonia Garware Benefit Trust	1,000	0.00%	1,000	0.00%	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

12. (b) OTHER EQUITY

	Reserves and Surplus					Equity Instruments through other Comprehensive Income	Total ₹ In Lakhs
	Capital redemption reserve	Securities premium	Capital reserve	General reserve	Retained earnings		
As at March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	82,651.06	7,028.22	1,79,016.71
Profit for the year	-	-	-	-	18,092.65	-	18,092.65
Other Comprehensive Income :							
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	(216.93)	-	(216.93)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	967.70	967.70
Total Comprehensive Income for the year	-	-	-	-	17,875.72	967.70	18,843.42
Reductions During The Year:							
Dividends Paid FY 2022-23	-	-	-	-	(2,323.24)	-	(2,323.24)
As at March 31, 2024	5,446.00	592.14	76,389.38	6,909.91	98,203.54	7,995.92	1,95,536.89

	Reserves and Surplus					Equity Instruments through other Comprehensive Income	Total ₹ In Lakhs
	Capital redemption reserve	Securities premium	Capital reserve	General reserve	Retained earnings		
As at March 31, 2022	5,446.00	592.14	76,389.38	6,909.91	70,285.88	6,843.14	1,66,466.45
Profit for the year	-	-	-	-	14,759.48	-	14,759.48
Other Comprehensive Income :							
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	(71.06)	-	(71.06)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	185.08	185.08
Total Comprehensive Income for the year	-	-	-	-	14,688.42	185.08	14,873.50
Reductions During The Year:							
Dividend Paid FY 2021-22	-	-	-	-	(2,323.24)	-	(2,323.24)
As at March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	82,651.06	7,028.22	1,79,016.71

Nature and Purpose of Other Reserves:

1 Capital Redemption Reserve

Capital redemption reserve is towards the redemption of preference shares allotted to Industrial Development Bank of India (IDBI) in FY 2014 - 15.

2 Securities Premium

Securities premium reserve is towards the premium on issue of equity shares. This reserve is utilised in accordance with the provisions of The Companies Act, 2013.

3 Capital Reserve

Capital reserve of ₹ 4,439.48 lakhs was created on demerger of manufacturing business of erstwhile Garware Chemicals Limited (GCL) as per the scheme of arrangement between the Company and GCL under provisions of section 391 - 394 of the Companies Act, 1956 and ₹ 61,842.43 lakhs (net of deferred tax) on account of fair valuation of property, plant and equipment done as at the transition date of Ind AS. Capital reserve also includes revaluation reserve amounting to ₹ 4,584.49 lakhs pertains to revaluation of land at Mumbai at Vile Parle in 2007 and ₹ 18,755.94 lakhs revaluation of land situated at Aurangabad and Nashik in FY 2012 - 13

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

and ₹ (13,235.03) lakhs pertains to impairment of assets taken over from GCL in FY 2012 - 13 and ₹ 2.07 Lakhs amount paid up on cancellation of 82,756 shares.

4 Fair Value Through Other Comprehensive Income (FVTOCI) Equity Instruments

The Company has elected to recognise changes in fair value of certain investments in equity instruments through other comprehensive income. These changes are accumulated within the FVTOCI equity instruments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity instruments are derecognised.

5 General Reserve

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

6 Retained Earnings

This reserve represents undistributed accumulated earnings of the Company as on the balance sheet date.

13. (a) NON CURRENT BORROWINGS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Secured		
Term Loans		
Indian Rupee Loans from Banks	-	14,078.65
TOTAL	-	14,078.65
Less: Current Maturities of Long Term Debt (Included in Note 13 (c))	-	6,542.95
Non Current Borrowings	-	7,535.70

13. (b) NON CURRENT LEASE LIABILITY

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Non Current Lease Liability		
From Bank (Secured)	1,060.17	772.46
From Others	878.45	748.63
TOTAL	1938.62	1521.09
Less: Current Maturities of Lease Liability		
From Bank	278.69	183.93
From Others	286.49	449.26
TOTAL	565.18	633.19
Non Current Lease Liability	1,373.44	887.90

13. (c) CURRENT BORROWINGS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Current Maturities of Long Term Borrowings	-	6,542.95
Current Borrowings	-	6,542.95

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Terms of Repayment for Borrowings

Particulars	Terms of Repayment
Non-Current	
Indian Rupee Loans from Banks	During the year company has pre-paid outstanding term loans (Previous year Loan of ₹ 2,535.00 Lakhs is repayable in 12 monthly instalments from April-23 to March-24. Loan of ₹ 4,468.64 lakhs is repayable in 9 quarterly instalments from May-23 to May-25. Loan of ₹ 7,132.01 lakhs is payable in 43 instalments from April-23 to Oct-26 and Rate of interest: 1 year MCLR + 0.35% to 1 year MCLR + 0.65% p.a.)
Obligations Under Finance Leases from Bank	Repayable in 26 to 60 monthly instalments from April-23 to March-29 Rate of interest: 7.25% - 8.25% p.a.
Current	
Indian Rupees and Foreign Currency and Working Capital Loans	Rate of interest : 1 Year MCLR + 0.50% to 1 Year MCLR + 1.05% p.a. Rate of Interest : SOFR + 1.50 % to SOFR + 3.00% p.a. Amount payable ranges between 0 to 120 days from the date trade receivables are discounted

Details of Security for the Non - Current and Current Borrowings:

Particulars	Nature of Security
Non - Current	
Obligations Under Finance Leases	Hypothecation of specific assets
Current	
Indian Rupees and Foreign Currency and Working Capital Loans	Hypothecation of all the current assets including inventory, book debts etc. and second charge on property, plant and equipment of the Company excluding Vile Parle, Mumbai property and Nasik property.

- i) The term loans have been applied for the purposes of capacity expansion and various other capex plans.
- ii) During the year outstanding term loans have been prepaid.
- iii) Registration of charges or satisfaction with Registrar of Companies have been complied with in the statutory period.
- iv) Quarterly return / statements of current assets filed by the company with banks are in agreement with the books of accounts.
- v) The company has not been declared as Wilful Defaulter by any bank or financial institution.
- vi) No funds have been received by the company from any person or entity including foreign entity (Funding Parties), with the understanding whether recorded in writing or otherwise that the company shall whether directly or indirectly lend or invest in other persons or entities identified in 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.
- vii) Funds raised on short term basis are not used for long term purpose.

14. TRADE PAYABLES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Total Outstanding Dues of Micro Enterprises and Small Enterprises	1,634.12	1,038.88
Total Outstanding Dues of Creditors Other than Micro Enterprises and Small Enterprises	14,354.72	9,396.55
TOTAL	15,988.84	10,435.43

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

Details of Dues to Micro and Small Enterprises as Defined under the MSMED Act, 2006

Based on the information and records available with the Company, the disclosures required pursuant to the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED ACT'). The Disclosure pursuant to the said MSMED Act are as follows:

Sr. No.	Particulars	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
a)	Principal Amount Due to Suppliers Registered Under MSMED Act and Remaining Unpaid As at the Year End (including capital creditors ₹ 59.32 lakhs (Previous year ₹ 17.29 Lakhs)	1,693.44	1,056.17
b)	Interest Due Thereon	-	-
c)	Interest Paid by the Company in Term of Section 16	-	-
d)	Interest Due and Payable for the Period of Delay in Payment	-	-
e)	Interest Accrued and Remaining Unpaid	-	-
f)	Interest Remaining Due and Payable even in Succeeding Years	-	-

Trade Payable Ageing Schedule from Due Date of Payment

₹ In Lakhs

Sr. No.	Particulars	March 31, 2024						Total
		Not Due	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	1,273.75	-	360.37	-	-	-	1,634.12
(ii)	Others	8,335.18	1,460.44	4,514.49	13.96	4.49	26.16	14,354.72
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
	Total	9,608.93	1,460.44	4,874.86	13.96	4.49	26.16	15,988.84

₹ In Lakhs

Sr. No.	Particulars	March 31, 2023						Total
		Not Due	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	986.60	-	52.28	-	-	-	1,038.88
(ii)	Others	5,805.15	1,415.72	2,101.93	10.06	51.72	11.97	9,396.55
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
	Total	6,791.75	1,415.72	2,154.21	10.06	51.72	11.97	10,435.43

15. OTHER FINANCIAL LIABILITIES - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Accrued Interest not due on Lease Liabilities	0.43	-
Unclaimed Dividend	162.76	165.25
Creditors for Capital Expenditure	214.60	429.29
Payable for Expenses	296.84	225.70
Payable to Employees	681.98	605.39
Deposit from Customers*	369.88	157.38
Derivative Financial Instrument	28.39	-
TOTAL	1,754.88	1,583.01

i) There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

ii) *Deposit from customers include ₹ 195 lakhs received towards assets classified as held for sale.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

16. NON-CURRENT PROVISIONS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Provision for Employee Benefits (Refer Note 29)		
Provision for Compensated Absences	537.58	441.67
TOTAL	537.58	441.67

17. CURRENT PROVISIONS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Provision for Employee Benefits (Refer Note 29)		
Provision for Gratuity	358.26	355.33
Provision for Compensated Absences	404.44	289.24
TOTAL	762.70	644.57

18. OTHER CURRENT LIABILITIES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Statutory Liabilities	418.61	321.75
Advances from Customers	1,906.28	3,327.78
TOTAL	2,324.89	3,649.53

- a) The company has recognised revenue including Taxes of ₹ 6,758.76 Lakhs (Previous year ₹ 7,899.33 Lakhs) as per Ind AS 115 from the amounts included under advance received from customer against the opening balance of advance of ₹ 3,327.78 Lakhs during the year.
- b) Contract liability primarily relates to advance consideration received from customers for sale of products based on terms agreed. The contract liability is expected to be recognised within 12 months.
- c) Unsatisfied Performance Obligations the Company applies the practical expedient in Paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations.

19. REVENUE FROM OPERATIONS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Sale of Products	1,55,645.23	1,28,507.38
Other Operating Revenue		
Export Incentives	2,149.16	2,163.99
Sale of Scrap and Others	370.72	452.21
TOTAL	1,58,165.11	1,31,123.58

a) Reconciliation of Revenue from Sale of Products with the Contracted Price

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Contracted Price	1,55,909.71	1,28,742.78
Less : Discounts, Allowances and Claims as per Contract	(264.48)	(235.40)
Revenue from Sales of Products	1,55,645.23	1,28,507.38

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

b) Contract Balances :

	2023-24	2022-23
	₹ In Lakhs	₹ In Lakhs
Trade Receivables	12,250.59	8,242.03
Advance from Customers (Contract Liability)	1,906.28	3,327.78

20. OTHER INCOME

	2023-24	2022-23
	₹ In Lakhs	₹ In Lakhs
Interest Income:		
On Bank Deposits	44.54	44.56
On Income Tax & Sales Tax Refund	-	98.07
Others	2.52	1.09
Dividend from Quoted Equity Investments Measured at Fair Value Through OCI	9.19	18.38
Insurance Claims	98.62	52.60
Profit on Sale of Property, Plant and Equipment	-	362.03
Excess Provision / Sundry Credit Balances Written Back	77.93	69.14
Gain on Exchange Rate Fluctuations	1,629.29	1,568.61
Net Gain on Financial Assets Measured at FVTPL*	1,992.03	1,146.89
Unwinding of Security Deposit	10.11	11.08
Rent Received	4.84	4.20
Miscellaneous Income	2.65	-
Service Tax /VAT Refund	0.41	660.66
TOTAL	3,872.13	4,037.31

i) The company does not have any transactions not recorded in books of accounts that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act 1961.

ii) * Includes realised gains on sale of investments of ₹ 468.35 Lakhs (Previous year ₹ 262.79 Lakhs)

21. COST OF MATERIALS CONSUMED

	2023-24	2022-23
	₹ In Lakhs	₹ In Lakhs
Opening Inventory	4,775.18	4,272.17
Add: Purchases	85,494.42	60,865.24
Less: Sales	(2.47)	(86.36)
Less: Closing Inventory	(10,980.41)	(4,775.18)
TOTAL	79,286.72	60,275.87

22. CHANGE IN INVENTORIES OF FINISHED GOODS AND SEMI - FINISHED GOODS

	2023-24	2022-23
	₹ In Lakhs	₹ In Lakhs
Closing Inventory		
Semi - Finished Goods	5,898.21	4,832.79
Finished Goods	3,466.05	3,105.44
TOTAL	9,364.26	7,938.23
Less: Opening Inventory		
Semi - Finished Goods	4,832.79	4,810.91
Finished Goods	3,105.44	2,958.24
TOTAL	7,938.23	7,769.15
Net Change in Inventory	(1,426.03)	(169.08)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

23. EMPLOYEE BENEFITS EXPENSE

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Salaries, Wages and Bonus	10,067.37	8,446.97
Contributions to Provident Fund and Other Funds	1,042.59	955.40
Staff Welfare Expenses	707.95	614.23
TOTAL	11,817.91	10,016.60

24. FINANCE COSTS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Interest Expense	505.81	941.58
Interest Expense on Right to use Assets	132.64	143.85
Other Borrowing Cost	371.07	445.73
TOTAL	1,009.52	1,531.16

i) Finance costs amounting to ₹ 0.24 lakhs (March 31, 2023 : ₹ 437.67 Lakhs) is capitalised in the cost of assets during the current year.

25. DEPRECIATION AND AMORTIZATION EXPENSE

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Depreciation on Property, Plant and Equipment (including IND AS 116 Depreciation)	3,764.50	3,109.03
Amortisation of Intangible Assets	51.58	60.11
TOTAL	3,816.08	3,169.14

26. OTHER EXPENSES

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Stores, Spares & Packing Materials Consumed	8,508.13	7,491.84
Power and Fuel	12,343.14	12,590.48
Processing Charges	4,527.20	4,429.53
Water Charges	113.73	120.39
Rent, Hire Charges and Compensation	18.04	14.61
Rates, Taxes and License Fees	243.30	107.15
Insurance	406.87	378.86
Freight & Forwarding (Net)	4,121.47	6,202.37
Research and Development Expenses	686.16	316.62
Advertisement Expenses	22.24	61.81
Repairs and Maintenance Expenses:		
Plant and Machinery	376.62	341.04
Building	210.33	377.44
Others	1,179.07	1,204.28
Contract Labour Cost	2,854.02	2,539.49
Security Charges	681.32	569.74
Travelling & Conveyance	613.07	500.77
Postage, Telegrams & Telephones	41.44	46.53

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Commission on Sales	378.46	484.88
Contribution Towards Corporate Social Responsibilities (Refer Note 26A)	368.00	330.00
Donation	14.99	8.43
Legal and Professional Charges*	1,363.23	1,142.35
Sales and Promotion Expenses	3,359.37	509.02
Auditors Remuneration (Refer Note 26B)	56.94	52.90
Directors Sitting Fees	12.65	11.38
Loss on Sale of Property, Plant and Equipment	13.45	-
Miscellaneous Expenses	1,026.61	941.67
TOTAL	43,539.85	40,773.58

i) *Legal and professional charges include ₹ NIL (March 31, 2023: ₹ 3.25 lakhs) paid to a firm in which one of the partner of the auditor's firm is interested as a partner.

26. (a) CORPORATE SOCIAL RESPONSIBILITY (CSR)

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Gross Amount Required to be Spent by the Company During the Year	368.00	329.90
TOTAL	368.00	329.90
Amount Spent During the Year		
A. Construction / Acquisition of any Asset	-	-
B. On Purposes other than (A) above	368.00	330.00
TOTAL	368.00	330.00
C. Shortfall at the End of the Year	-	-
D. Total of Previous Years Shortfall	-	-
E. Reason for Shortfall	NA	NA

F. Nature of CSR Activities

Name of the project	Implementing Agency	Amount Spent (₹ In Lakhs)	
		2023-24	2022-23
Promoting Health care measures for poor people	Garware Charitable Trust	12.00	16.50
Promoting education, including special education and employment enhancing vocation skills	Garware Charitable Trust	5.00	21.00
Promoting / Setting up old Age Home, day cares centers and such other facilities for senior citizen	Garware Charitable Trust	351.00	292.50
TOTAL		368.00	330.00

G. Details of Related Party Transactions Refer Note No. 30

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

26. (b) PAYMENT TO AUDITORS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
As Auditor		
Statutory Audit Fees	26.00	26.00
Tax Audit Fees	6.00	6.00
In Other Capacity		
For Certification/ Others	22.64	19.00
Reimbursement of Out of Pocket Expenses	2.30	1.90
TOTAL	56.94	52.90

27. EARNINGS PER SHARE (EPS)

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Net Profit Attributable to the Equity Shareholders of the Company	18,092.65	14,759.48
Weighted Average Number of Equity Shares	2,32,32,394	2,32,32,394
Basic & Diluted Earnings Per Share (In ₹)	77.88	63.53

28. (a) CONTINGENCIES AND COMMITMENTS

a) Contingent Liabilities

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Disputed Matters in Appeal / Contested in Respect of:		
Excise Duty and Service Tax	40.57	40.57
Income Tax	-	80.79
Maharashtra State Electricity Board (MSEB)	-	27.72
Grampanchayat Tax	-	81.88
TOTAL	40.57	230.96

- b) The Company has given counter-guarantees for ₹ 5,600.85 lakhs (March 31, 2023: ₹ 6,557.91 lakhs) to banks in respect of guarantees given by the banks to third parties for purchase of equipments, supply of goods, clearance of goods from customs, excise bonds, etc.
- c) Letters of Credit opened on behalf of the Company by Banks for purchase of materials and equipment amount to ₹ 2,130.39 lakhs (March 31, 2023: ₹ 2,397.59 lakhs).
- d) Capital commitments
- Estimated amount of contracts remaining to be executed on capital account and not provided for ₹ 1,215.30 lakhs (March 31, 2023: ₹ 805.75 lakhs) against which an advance of ₹ 420.39 lakhs (March 31, 2023: ₹ 226.06 lakhs) has been paid.
- e) Company has procured certain plant and machinery under Export Promotion Capital Goods scheme. Export obligation outstanding against the same is ₹ 6,585.88 lakhs (March 31, 2023: ₹ 12,828.49 lakhs).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

28. (b) LEASES

Company as a Lessee:

Particulars	March 31, 2024 ₹ in Lakhs	March 31, 2023 ₹ in Lakhs
Depreciation for right to use asset	634.72	631.03
Interest expense on lease liabilities	132.64	143.85
Expenses relating to Short term leases / low value assets	94.46	82.64
Repayment of lease liabilities	700.57	664.17
Additions to right to use assets	1,252.64	292.39
Carrying amount of right to use assets	2,271.67	1,664.12

29. EMPLOYEE BENEFIT OBLIGATIONS

Particulars	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Gratuity (Refer Note C)	358.26	355.33
Non-Current	-	-
Current	358.26	355.33

A Defined Contribution Plan

The Company has certain defined contribution plans. Contributions are made to provident fund / Superannuation fund / National Pension Scheme contribution for employees at the rate as per regulation of basic salary. The contributions are made to registered provident fund administered by the government, however certain employees are covered under the contributory plans with trust "Garware Polyester Limited Office Staff and Officers Provident Fund".

B Compensated Absences

The leave obligations is towards encashment of balance leave. The provision made during the year is ₹ 266.32 lakhs (March 31, 2023 - reversed ₹ 38.99 lakhs).

C Gratuity

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The gratuity plan is a funded plan.

I The Amounts Recognised in Balance Sheet and Movements in the Net Benefit Obligation over the year are as follows :

Particulars	(₹ In Lakhs)		
	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2023	3,545.17	(3,189.84)	355.33
Current Service Cost	170.18	-	170.18
Interest Expense/(Income)	249.89	(241.35)	8.54
Total Amount Recognised in Profit or Loss	420.07	(241.35)	178.72
Return on Plan Assets		(9.17)	(9.17)
(Gain)/loss from experience changes	273.01	-	273.01
(Gain)/loss from change in financial assumptions	26.05	-	26.05
Total Amount Recognised in Other Comprehensive Income	299.06	(9.17)	289.89
Employer contributions	-	(480.00)	(480.00)
Benefits paid	(336.70)	336.70	-
Mortality charges and taxes	-	14.32	14.32
March 31, 2024	3,927.60	(3,569.34)	358.26

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

(₹ In Lakhs)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2022	3,434.77	(2,902.39)	532.38
Current Service Cost	165.67	-	165.67
Interest Expense/(Income)	223.86	(203.34)	20.52
Total Amount Recognised in Profit or Loss	389.53	(203.34)	186.19
Return on Plan Assets	-	(6.63)	(6.63)
(Gain) / Loss from Experience Changes	164.35	-	164.35
(Gain) / Loss from Change in Financial Assumptions	(62.76)	-	(62.76)
Total Amount Recognised in Other Comprehensive Income	101.59	(6.63)	94.96
Employer Contributions	-	(470.00)	(470.00)
Benefits Paid	(380.72)	380.72	-
Mortality Charges and Taxes	-	11.80	11.80
March 31, 2023	3,545.17	(3,189.84)	355.33

II The Net Liability Disclosed above Relates to Funded Plans are as follows:

Particulars	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Present Value of Funded Obligation	3,927.60	3,545.17
Fair Value of Plan Assets	(3,569.34)	(3,189.84)
Deficit	358.26	355.33

III Estimates

The Actuarial Assumptions were as follows:

Particulars	March 31, 2024	March 31, 2023
Discount Rate	7.20%	7.40%
Rate of Increase in Compensation Levels	7.00%	7.00%
Expected Return on Plan Assets	7.40%	6.90%

IV Sensitivity of Actuarial Assumptions

The Sensitivity of Defined Obligation to Changes in the Weighted Principal Assumptions is:

Assumption	Impact on defined benefit obligation	
	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Discount rate		
1 % Increase	(125.70)	(117.54)
1 % Decrease	137.72	128.42
Future Salary Increase		
1 % Increase	107.92	101.60
1 % Decrease	(100.28)	(94.77)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Projected Benefits Payable from the Fund in Future Years from the Date of Reporting:

Particulars	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Less than a year	1,388.18	1,257.42
Between 1 to 2 years	1,039.89	411.71
Between 2 to 3 years	401.02	933.38
Between 3 to 4 years	384.58	371.33
Between 4 to 5 years	421.33	347.15
Between 6 to 10 years	1,505.80	1,425.20
TOTAL	5,140.80	4,746.19

The Weighted duration of the Defined Benefit Obligation is 5.22 years (Previous year 5.13 years.)

V The Major Categories of Plan Assets are as follows:

Particulars	March 31, 2024	March 31, 2023
Funds Managed by Insurer	100%	100%

VI Risk Exposure

- Asset Volatility** : All plan assets are maintained in a trust managed by a public sector insurer viz. LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.
- Discount rate risk** : Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.
- Future salary increase and inflation risk** : Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.
- Asset-Liability mismatch risk** : Risk arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Company is successfully able to neutralize valuation swings caused by interest rate movements.

30. RELATED PARTY TRANSACTIONS - AS PER IND AS 24

Name of the Related Parties and Nature of Relationship

a. Subsidiary	Garware Hi-Tech Films International Limited
b. Step down subsidiary	Global Hi-Tech Films Inc.
c. Key Management Personnel	Shri. S. B. Garware - Chairman and Managing Director Ms. Monika Garware - Vice Chairperson & Joint Managing Director Mrs. Sarita Garware Ramsay - Joint Managing Director Ms. Sonia Garware - Director Mr. M.S. Adsul - Whole-Time Director (appointed w.e.f. August 11, 2023) Mr. U.V. Joshi - Whole-Time Director (ceased w.e.f. October 17, 2023) Mr. Pradeep Mehta - Chief Financial Officer Mr. Awaneesh Srivastava - Company Secretary

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

d.	Non Executive Director	<p>Mr. Ramesh P. Makhija - Non executive and independent director (up to March 31, 2024)</p> <p>Mr. M. C. Agarwal - Non executive and independent director (up to March 31, 2024)</p> <p>Mr. T. M. Parikh - Non executive and independent director (up to March 31, 2024)</p> <p>Mr. Nilesh R. Doshi - Non executive and independent director</p> <p>Mr. V.H.Kamath - Non executive and independent director</p> <p>Ms. Devanshi H. Nanavati - Non executive and independent director</p> <p>Mr. Manoj Sonawala - Non executive and independent director (appointed w.e.f. April 1, 2024)</p> <p>Mr. Deepak Chawla - Non executive and independent director (appointed w.e.f. April 1, 2024)</p> <p>Mr. Nayan Rawal - Non executive and independent director (appointed w.e.f. April 1, 2024)</p>
e.	Entities in which some of the directors are interested	<p>Garware Industries Private Limited</p> <p>Great View Real Estates Private Limited</p> <p>Shashvat Investment Consultancy & Properties Private Limited</p> <p>Garware Community Centre</p> <p>Garware Charitable Trust</p> <p>B. D. Garware Research Centre Private Limited</p> <p>Garware Motors and Enterprises Private Limited (w.e.f. September 5, 2023)</p> <p>S. B. Garware Family Trust</p> <p>Monika Garware Benefit Trust</p> <p>Sarita Garware Benefit Trust</p> <p>Sonia Garware Benefit Trust</p>
f.	Post Employment Benefit Plans	Garware Polyester Limited Office Staff and Officers Provident Fund
g.	Relatives of Key Managerial Personnel	<p>Mrs. Kanchan U. Joshi (up to October 17, 2023)</p> <p>Mrs. Priti P. Mehta</p>

30 TRANSACTIONS WITH RELATED PARTIES

I Key management personnel compensation

	2023-24	2022-23
	₹ In Lakhs	₹ In Lakhs
Employee Benefit Expense	2,297.65	1,897.13
Post-employment benefits	228.31	198.16
TOTAL	2,525.96	2,095.29

Key Managerial Personnel who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

II Transactions with the related parties

Sr. No.	Particulars	Relationship	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
a)	Sale of Goods			
	Garware Hi-Tech Films International Limited	Subsidiary	6,688.97	4,425.98
	Global Hi-Tech Films Inc.	Step-down Subsidiary	31,986.80	36,710.86
	Garware Industriees Private Limited	Entities in which some of the directors are interested	-	34.98
b)	Purchase of Materials			
	Global Hi-Tech Films Inc.	Step-down Subsidiary	3.61	-
	Garware Industriees Private Limited	Entities in which some of the directors are interested	0.08	5.15
c)	Service Received /Processing/ Commission / Rent Paid / Reimbursement of Expenses/ Donation & CSR expenses			
	Garware Hi-Tech Films International Limited(Commission /Reimb.of Exp.)	Subsidiary	383.05	357.53
	Global Hi-Tech Films Inc.	Step-down Subsidiary	(2.79)	0.40
	Garware Industriees Private Limited (Rent)	Entities in which some of the directors are interested	238.82	227.45
	Garware Industriees Private Limited (Processing Charges)	Entities in which some of the directors are interested	4,423.68	4,361.71
	Great View Real Estates Private Limited (Rent)	Entities in which some of the directors are interested	72.00	72.00
	Shashvat Investment Consultancy & Properties Private Limited (Rent)	Entities in which some of the directors are interested	30.00	30.00
	Ms. Monika Garware (Rent)	Vice Chairperson & Joint Managing Director	72.00	72.00
	Mrs. Sarita Garware Ramsay (Rent)	Joint Managing Director	42.00	42.00
	Ms. Sonia Garware (Rent)	Director	72.00	72.00
	Garware Community Centre (Donation & Expenses)	Entities in which some of the directors are trustees	8.57	8.43
	Garware Charitable Trust (Donation & CSR)	Entities in which some of the directors are trustees	368.00	330.00
	Garware Polyester Limited Office Staff and Officers Provident Fund (Employer Contribution)	(Post Employment Benefit Plans)	239.87	203.60
d)	Rent Received			
	Garware Industriees Private Limited	Entities in which some of the directors are interested	1.24	1.20
	Great View Real Estates Private Limited	Entities in which some of the directors are interested	1.20	1.00
	Shashvat Investment Consultancy & Properties Private Limited	Entities in which some of the directors are interested	1.20	1.00
	B. D. Garware Research Centre Private Limited	Entities in which some of the directors are interested	1.20	1.00

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

Sr. No.	Particulars	Relationship	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
e)	Managerial Remuneration			
	Shri. S.B.Garware	Chairman and Managing Director	815.13	722.69
	Ms. Monika Garware	Vice Chairperson & Joint Managing Director	785.14	694.61
	Mrs. Sarita Garware Ramsay	Joint Managing Director	614.90	462.08
	Mr. M.S. Adsul	Whole - Time Director	97.45	
	Mr. U.V. Joshi	Whole - Time Director	36.70	27.45
	Mr. H.N. Nikam	Whole - Time Director	-	26.38
	Mr. Pradeep Mehta	Chief Financial Officer	81.28	74.20
	Mr. Awaneesh Srivastava	Company Secretary	95.37	87.88
f)	Director Sitting Fees			
	Ms. Sonia Garware	Director	1.00	0.80
	Mr. Ramesh P. Makhija	Independent director	2.00	1.50
	Mr. M. C. Agarwal	Independent director	2.83	2.63
	Mr. T. M. Parikh	Independent director	1.85	1.95
	Mr. Nilesh R. Doshi	Independent director	1.85	1.75
	Mr.V.H.Kamath	Independent director	1.93	1.55
	Ms. Devanshi H. Nanavati	Independent director	1.20	1.20
g)	Car Lease Payment / Insurance Reimbursement			
	Mrs. Kanchan U. Joshi (Car Lease Rent)	Relative of Whole Time Director	1.67	0.61
	Mrs. Priti P. Mehta (Car Lease Rent)	Relative of Key Managerial personnel	3.39	3.42
	Mrs. Asmita Nikam (Care Lease Rent)	Relative of Whole Time Director	-	2.14
h)	Net Balances (Receivable / (Payable))			
	Garware Hi-Tech Films International Limited	Subsidiary	183.67	(813.25)
	Global Hi-Tech Films Inc.	Step-down Subsidiary	9,107.01	5,643.06
	Garware Industries Private Limited	Entities in which some of the directors are interested	(601.14)	(384.47)
	Shashvat Investment Consultancy & Properties Private Limited (Rent deposit)	Entities in which some of the directors are interested	7.50	7.50
	Great View Real Estates Private Limited (Rent Deposit)	Entities in which some of the directors are interested	36.00	36.00
	Shri. S.B.Garware (Remuneration Payable)	Chairman and Managing Director	(112.27)	(76.61)
	Ms. Sonia Garware (Rent Deposit)	Director	36.00	36.00
	Ms. Monika Garware (Rent Deposit / Remuneration Payable)	Vice Chairperson & Joint Managing Director	(73.84)	(42.98)
	Mrs. Sarita Garware Ramsay (Rent Deposit / Remuneration Payable)	Joint Managing Director	(54.14)	(27.81)
	Mr. M.S. Adsul	Whole time Director	(10.94)	-
	Mr. U.V. Joshi	Whole time Director	-	(3.43)
	Mr. Pradeep Mehta	Chief Financial Officer	(5.10)	(4.69)
	Mr. Awaneesh Srivastava	Company Secretary	(4.10)	(4.40)
	Garware Polyester Ltd Office Staff & Officers Provident Fund (Employer contribution balance payable)	(Post Employment Benefit Plan)	(19.88)	-
	Mrs. Priti P. Mehta	Relative of Key Managerial Personnel	(0.26)	(0.26)
	Mrs. Kanchan U. Joshi	Relative of Whole Time Director	-	(0.11)

i) The above figures are net of Taxes and Duties

ii) There were no Loan and Advances in the nature of loans given / taken from Directors, Key Managerial Persons and Related Parties or any other entity.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

31. FAIR VALUE MEASUREMENTS

Financial Instruments by Category

(₹ In Lakhs)

	March 31, 2024			March 31, 2023		
	Fair value through Profit and Loss Account	Fair value through Other Comprehensive Income	Amortised cost	Fair value through Profit and Loss Account	Fair value through Other Comprehensive Income	Amortised cost
Financial Assets						
Investments in Quoted Equity Instruments	-	8,724.96	-	-	7,632.26	-
Investment in Equity Instruments of Subsidiary	-	-	133.57	-	-	133.57
Investments in Unquoted Equity Instruments	8.08	-	-	8.08	-	-
Investment in Quoted Mutual Funds	27,548.91	-	-	31,629.87	-	-
Security Deposits	-	-	174.15	-	-	238.33
Bank Deposits with more than 12 months Maturity	-	-	384.90	-	-	59.50
Trade Receivables	-	-	12,250.59	-	-	8,242.03
Cash and Cash Equivalents	-	-	1,498.44	-	-	1,993.81
Bank Balances other than above	-	-	436.14	-	-	1,046.65
Loans and Advances to Employees	-	-	33.56	-	-	33.61
Other Receivables	-	-	57.27	-	-	122.44
Derivative Financial Instrument	-	-	-	30.94	-	-
Total Financial Assets	27,556.99	8,724.96	14,968.62	31,668.89	7,632.26	11,869.94
Financial Liabilities						
Non Current Borrowings	-	-	-	-	-	7,535.70
Non Current Lease Liability	-	-	1,373.44	-	-	887.90
Current Maturities of Long Term Debt	-	-	-	-	-	6,542.95
Current Portion of Lease Liabilities	-	-	565.18	-	-	633.19
Trade Payables	-	-	15,988.84	-	-	10,435.43
Accrued Interest Not Due on Borrowings	-	-	0.43	-	-	-
Unclaimed Dividend	-	-	162.76	-	-	165.25
Creditors for Capital Expenditure	-	-	214.60	-	-	429.29
Payable for Expenses	-	-	296.84	-	-	225.70
Payable to Employees	-	-	681.98	-	-	605.39
Deposit from Customers	-	-	369.88	-	-	157.38
Derivative Financial Instrument	28.39	-	-	-	-	-
Total Financial Liabilities	28.39	-	19,653.95	-	-	27,618.18

Note: Investment in subsidiary ₹ 133.57 lakhs (March 31, 2023: ₹ 133.57 lakhs) has been accounted for as per Ind AS 27.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

i) Fair Value Hierarchy

The fair values of the financial instruments that are recognised and measured at fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the Indian accounting standard.

(₹ in Lakhs)

Financial Assets and Liabilities Measured at Fair Value - Recurring Fair Value Measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2024					
Financial Assets					
Derivative Financial Instrument (Asset)	15	-	28.39	-	28.39
Investment in Quoted Mutual Fund	3 (b)	27,548.91	-	-	27,548.91
Investment in Quoted Equity Instruments	3 (a)	8,724.96	-	-	8,724.96
Investments in Unquoted Equity Instruments	3 (a)	-	8.08	-	8.08

(₹ in Lakhs)

Financial Assets and Liabilities Measured at Fair Value - Recurring Fair Value Measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2023					
Financial Assets					
Derivative Financial Instrument (Asset)	8	-	30.94	-	30.94
Investment in Quoted Mutual Fund	3 (b)	31,629.87	-	-	31,629.87
Investment in Quoted Equity Instruments	3 (a)	7,632.26	-	-	7,632.26
Investments in Unquoted Equity Instruments	3 (a)	-	8.08	-	8.08

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes quoted equity instruments. The fair value of all the equity instruments which are treated in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of derivatives and investment in unquoted equity and unquoted mutual funds instruments is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. The mutual funds are valued using the closing NAV.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

ii) Valuation Technique Used to Determine Fair Value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date
- The fair value of mutual funds is calculated by valuing them at closing NAV

iii) Fair Value of Financial Assets and Liabilities Measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

32. FINANCIAL RISK MANAGEMENT

The Company's activities exposes it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, derivative financial instruments, such as foreign exchange forward contracts are taken.

The Company's risk management is carried out by the Company's treasury department under policies approved by the board of directors. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

(A) Credit Risk

Credit risk refers to a risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities primarily trade receivables, derivative financial instruments, investment in mutual funds, deposits held with banks, loans and other receivables.

The Company has a policy of only dealing with counterparties that have sufficiently high credit rating. The Company's exposure and credit ratings of its customers are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

For investment in mutual funds, derivative financial instruments and balances held with banks, banks and recognised financial institutions with only high credit rating are accepted.

(i) Trade Receivables

Credit risk arises from the possibility that customer will not be able to settle their obligations as and when agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts, ageing of accounts receivable and forward looking information. Individual credit limits are set accordingly.

Movement of Provision for Doubtful Debts:	2023-24	2022-23
	₹ In Lakhs	₹ In Lakhs
Provision for Doubtful Debts as on April 1,	20.86	20.86
Change during the year	-	-
Provision for Doubtful Debts as on March 31,	20.86	20.86

(B) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

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

(i) Maturities of Financial Liabilities:

Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non - derivative financial liabilities are as follows:

Particulars	Carrying amount as at March 31, 2024	(₹ In Lakhs)		
		< 1 year	1 to 3 years	> 3 years
Non Current Lease Liability	1,373.44	-	850.82	522.62
Current Maturities Lease Liability	565.18	565.18	-	-
Trade Payables	15,988.84	15,988.84	-	-
Accrued Interest not due on Borrowings	0.43	0.43	-	-
Unclaimed Dividend	162.76	162.76	-	-
Creditors for Capital Expenditure	214.60	214.60	-	-
Payable for Expenses	296.84	296.84	-	-
Payable to Employees	681.98	681.98	-	-
Deposit from Customers	369.88	369.88	-	-
Derivative Financial Instruments	28.39	28.39	-	-
Total	19,682.34	18,308.90	850.82	522.62

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

(₹ In Lakhs)

Particulars	Carrying amount as at March 31, 2023	< 1 year	1 to 3 years	> 3 years
Non Current Borrowings	7,535.70	-	6,415.69	1,120.01
Non Current Lease Liability	887.90	-	639.38	248.52
Current Borrowings	6,542.95	6,542.95	-	-
Current Maturities Lease Liability	633.19	633.19	-	-
Trade Payables	10,435.43	10,435.43	-	-
Unclaimed Dividend	165.25	165.25	-	-
Creditors for Capital Expenditure	429.29	429.29	-	-
Payable for Expenses	225.70	225.70	-	-
Payable to Employees	605.39	605.39	-	-
Deposit from Customers	157.38	157.38	-	-
Total	27,618.18	19,194.58	7,055.07	1,368.53

(C) Market Risk

i) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The company is engaged in international trade and thereby exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD and EUR. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (₹). The Company's risk management policy is to hedge sales and purchases. The Company uses foreign exchange forward contracts to hedge its exposure in foreign currency risk.

i) Foreign Currency Risk Exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ In Lakhs, are as follows :-

	March 31, 2024			March 31, 2023		
	EUR	USD	GBP	EUR	USD	GBP
Financial Assets	1,272.98	9,771.05	0.00	513.02	5,569.00	0.00
Financial Instruments (assets) - Foreign exchange forward contracts (Sell Foreign Currency)	(853.89)	(9,880.51)	(118.75)	(620.49)	(6,694.20)	(88.19)
Net Exposure to Foreign Currency Risk (Assets)	419.09	(109.46)	(118.75)	(107.47)	(1,125.20)	(88.19)
Financial Liabilities	40.81	4,412.14	951.57	33.59	1,696.04	972.65
Net Exposure to Foreign Currency Risk (Liabilities)	40.81	4,412.14	951.57	33.59	1,696.04	972.65

ii) Sensitivity

The sensitivity of profit and loss to changes in the exchange rates arises mainly from foreign currency denominated financials instruments:

(₹ In Lakhs)

	Impact on profit before tax	
	March 31, 2024	March 31, 2023
EUR Sensitivity		
₹ / EUR - Increase / Decrease by 5%	18.91	7.05
USD Sensitivity		
₹ / USD - Increase / Decrease by 5%	226.08	141.06
GBP Sensitivity		
₹ / GBP - Increase / Decrease by 5%	53.52	53.04

* Holding all other variables constant

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

II) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on financial liabilities such as borrowings, both non - current and current. The Company has not used any interest rate derivatives. The Company is also exposed to interest rate risk on its financial assets that include fixed deposits and liquid investments such as deposits which are part of cash and cash equivalents. Since all these are generally for short durations, the Company believes it has manageable risk for achieving satisfactory returns.

33. CAPITAL MANAGEMENT

a) Risk Management

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholders value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

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

b) Dividends

	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
(i) Equity shares		
(a) Final dividend paid for the year ended March 31, 2023: ₹ 10 (March 31, 2022 of ₹ 10) per fully paid share	2,323.24	2,323.24
(ii) Dividends not recognised at the end of the reporting period		
The directors have recommended the payment of a final dividend of ₹ 10/- (March 31, 2023 - ₹ 10) per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	-	-
The Dividends declared / paid during the FY 2023-24 (PY 2022-23) are in compliance with Section 123 of the Companies Act, 2013.		

34. ANALYTICAL RATIOS

Sr. No.	Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Change
1	Current Ratio	Current Assets	Current Liabilities	3.31	2.61	26.82% ^a
2	Debt Equity Ratio	Long Term Debt (Incl. Lease Liabilities)	Total Equity	0.01	0.05	(80.00% [#])
3	Debt Service Coverage Ratio	PAT + Depreciation + Finance Cost	Finance Cost + Loan Repayments	1.44	2.23	(35.43% [*])
4	Return on Equity Ratio	Net Profit After Taxes	Total Equity	9.14%	8.14%	12.29%

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

Sr. No.	Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Change
5	Inventory Turnover Ratio	Net Sales of Products	Average Inventory	7.82	8.27	(5.44%)
6	Trade Receivable Turnover Ratio	Net Sales of Products	Average Trade Receivables	15.19	11.96	27.01% [%]
7	Trade Payables Turnover Ratio	Cost of Purchases	Average Trade Payables	9.19	9.47	(2.96%)
8	Net Capital Turnover Ratio	Net Sales of Products	Working Capital (Current Assets - Current Liabilities)	3.16	3.39	(6.78%)
9	Net Profit Ratio	Net Profit	Revenue from operations	11.44%	11.26%	1.60%
10	Return on Capital Employed	Earning Before interest and Taxes	Capital Employed	12.24%	10.86%	12.71%
11	Return on Investment - Quoted Mutual Fund	Income generated from Investment in mutual fund	Time weighted average cost of investments	8.09%	5.63%	43.69% [^]

& Current ratio increase due to reduction in current borrowings on account of prepayment of long term loans.

Decrease in outstanding borrowings on account of prepayments and increase in retained earnings on account of profits during the year resulted in reduction in ratio.

* Increase in loan repayments including prepayment resulted in decrease in the ratio.

^ Yield on mutual fund investment improved on account of recent increase in return in financial market.

% Trade Receivable turnover ratio increased is in line with increase in turnover.

35. RELATIONSHIP WITH STRUCK OFF COMPANIES

(₹ In Lakhs)

Sr. No.	Name of Struck off Company	Nature of Transaction	Relation with struck off company	Transaction During FY 2023-24 / FY 2022-23	Balance outstanding as on 31.03.2024	Balance outstanding as on 31.03.2023
1	Koyali Carbotech Private Limited	Security Deposit	Vendor	-	0.10	0.10
2	Other entities (a)	Subscription to Equity Shares	Equity Shareholder	-	0.07	0.07

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

(a) Details of other struck off companies holding shares of the company as below:

Sr. No.	Name of Struck off Company	No of Shares held as on 31.03.2024 (paid up value ₹ 10 each)	No. of Shares held as on 31.03.2023 (paid up value ₹ 10 each)
1	Agents India Limited	75	75
2	Prananjali Investments and Trading Co Pvt. Ltd.	81	81
3	Shri Brijraj Investments and Estates Private Limited	105	105
4	Idafa Investments Private Limited	50	50
5	Adarsh Textiles Industries Private Limited	340	340

36. PREVIOUS YEAR FIGURES HAVE BEEN RECLASSIFIED / REGROUPED TO CONFORM TO THIS YEAR CLASSIFICATION

37. APPROVAL OF FINANCIAL STATEMENTS

The financial statements have been authorised for issue by the Board of Directors at their meeting held on May 29, 2024.

As per our report of even date	As per our report of even date	For and on behalf of the Board of Directors		
For MANUBHAI & SHAH LLP Chartered Accountants (FRN. 106041W/W100136)	For KIRTANE & PANDIT LLP Chartered Accountants (FRN. 105215W/W100057)	Dr. S. B. GARWARE Chairman & Managing Director DIN: 00943822	NILESH DOSHI Director DIN: 00249715	MOHAN S. ADSUL Whole-Time Director DIN: 00146752
LAXMINARAYAN P. YEKKALI Partner M. No. 114753	ADITYA A. KANETKAR Partner M. No. 149037	AWANEESH SRIVASTAVA Company Secretary ICSI M. No. FCS 8513	PRADEEP MEHTA Chief Financial Officer ICAI M. No. 049220	
Mumbai, 29 th May, 2024	Mumbai, 29 th May, 2024			

INDEPENDENT AUDITOR'S REPORT

To
**The Members of
Garware Hi-Tech Films Limited**

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Garware Hi-Tech Films Limited** (‘the Holding Company’) and its subsidiaries (the Holding Company and its subsidiaries together referred to as ‘the Group’), which comprise the Consolidated Balance Sheet as at 31st March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (herein after referred to as ‘the consolidated financial statements’).

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors 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 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 is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there is no key audit matter for the financial year ended 31st March 2024 to be communicated in the Report.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks,

and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors, for the other entities or business activities included in the consolidated financial statements, which have been audited by 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.

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 the internal control that we identify during our audit.

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

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

Other Matter

The financial statements of two subsidiaries incorporated outside India, whose financial statements reflect total assets of ₹ 14,049.48 lakhs as at 31st March 2024, total revenues of ₹ 49,062.34 lakhs and net cash outflows amounting to ₹ 5,190.86 lakhs 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 has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries are based solely on the report of the other auditors.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditors.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, CARO 2020 is not applicable to the subsidiaries consolidated in consolidated financial statements.
- 2) As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit 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 by the Company so far as it appears from our examination of those books;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the Statutory auditors of its subsidiary companies incorporated outside India, none of the director is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and the operating effectiveness of such controls refer to our separate report in "**Annexure A**"; our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company's internal financial controls over financial reporting
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according

to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Consolidated financial statements disclose the impact of pending litigations as at 31st March, 2024 on the consolidated financial position of the Group – Refer Note 28(a) to the consolidated financial statements;

(ii) The Group has made provision, as required under the applicable law or Indian accounting standard, for material foreseeable losses, if any on long-term contracts including derivative contracts.

(iii) There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Holding Company.

(iv) (a) The Management of the Holding Company has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management of the Holding Company has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company from any

person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding 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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (iv) (a) and (b) above, contain any material misstatement.

(v) The dividend declared or paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable.

(vi) Based on our examination which included test checks, the Holding Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For Manubhai & Shah LLP
Chartered Accountants

FRN: 106041W / W100136

Laxminarayan Yekkali
Partner

Membership No: 114753

Place: Mumbai

Date: 29th May 2024

UDIN: 24114753BKDZVK7305

For Kirtane & Pandit LLP
Chartered Accountants

FRN: 105215W / W100057

Aditya A. Kanetkar
Partner

Membership No: 149037

Place: Mumbai

Date: 29th May 2024

UDIN: 24149037BJZXR6855

ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in paragraph 2(f) under “Report on Other Legal and Regulatory Requirements” section of our report of even date,

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

We have audited the internal financial controls over financial reporting of **Garware Hi-Tech Films Limited** (“the Company”) as of 31st March, 2024 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For Manubhai & Shah LLP

Chartered Accountants

FRN: 106041W / W100136

Laxminarayan Yekkali

Partner

Membership No: 114753

Place: Mumbai

Date: 29th May 2024

UDIN: 24114753BKDZVK7305

For Kirtane & Pandit LLP

Chartered Accountants

FRN: 105215W / W100057

Aditya A. Kanetkar

Partner

Membership No: 149037

Place: Mumbai

Date: 29th May 2024

UDIN: 24149037BJZXR6855

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2024

Particulars	Notes	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2	1,44,919.82	1,46,600.79
Capital Work-in-Progress	2 (a)	232.13	1,031.61
Intangible Assets	2	92.90	122.72
Intangible Assets Under Development	2 (a)	8.75	8.75
Financial Assets			
Investments	3 (a)	8,733.04	7,640.34
Other Financial Assets	4	559.05	297.83
Other Non - Current Assets	10 (a)	422.69	608.78
TOTAL NON-CURRENT ASSETS		1,54,968.38	1,56,310.82
CURRENT ASSETS			
Inventories	9	28,974.93	19,885.28
Financial Assets			
Investments	3 (b)	27,548.91	31,629.87
Trade Receivables	5	3,806.52	2,995.01
Cash and Cash Equivalents	6 (a)	10,830.66	5,998.67
Bank Balances Other than above	6 (b)	436.14	1,046.65
Loans	7	33.56	33.61
Other Financial Assets	8	57.27	153.38
Current Tax Assets (Net)	11 (b)	114.58	-
Assets Classified as Held for Sale	10 (c)	856.32	-
Other Current Assets	10 (b)	4,742.38	3,381.20
TOTAL CURRENT ASSETS		77,401.27	65,123.67
TOTAL ASSETS		2,32,369.65	2,21,434.49
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	12 (a)	2,323.24	2,323.24
Other Equity	12 (b)	2,02,156.62	1,83,258.62
TOTAL EQUITY		2,04,479.86	1,85,581.86
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13 (a)	-	7,535.70
Lease Liabilities	13 (b)	1,373.44	939.57
Deferred Tax Liabilities (Net)	11 (a)	3,788.58	3,171.90
Provisions	16	537.58	441.67
TOTAL NON-CURRENT LIABILITIES		5,699.60	12,088.84
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13 (c)	-	6,542.95
Lease Liabilities	13 (b)	618.07	700.85
Trade and Other Payables	14		
Total Outstanding Dues of Micro Enterprises and Small Enterprises		1,634.12	1,038.88
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		14,364.26	9,318.28
Other Financial Liabilities	15	1,850.34	1,657.99
Other Current Liabilities	18	2,812.28	3,558.26
Provisions	17	762.70	644.57
Current Tax Liabilities (Net)	11 (b)	148.42	302.01
TOTAL CURRENT LIABILITIES		22,190.19	23,763.79
TOTAL LIABILITIES		27,889.79	35,852.63
TOTAL EQUITY AND LIABILITIES		2,32,369.65	2,21,434.49

Notes Forming Part of the Financial Statement

1 to 39

As per our report of even date

As per our report of even date

For and on behalf of the Board of Directors

For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)

For **KIRTANE & PANDIT LLP**
Chartered Accountants
(FRN. 105215W/W100057)

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

NILESH DOSHI
Director
DIN: 00249715

MOHAN S. ADSUL
Whole-Time Director
DIN: 00146752

LAXMINARAYAN P. YEKKALI
Partner
M. No. 114753

ADITYA A. KANETKAR
Partner
M. No. 149037

AWANEESH SRIVASTAVA
Company Secretary
ICSI M. No. FCS 8513

PRADEEP MEHTA
Chief Financial Officer
ICAI M. No. 049220

Mumbai, 29th May, 2024

Mumbai, 29th May, 2024

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2024

Particulars	Notes	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
INCOME			
Revenue from Operations	19	1,67,701.67	1,43,801.03
Other Income	20	3,906.31	4,215.54
Total Income		1,71,607.98	1,48,016.57
EXPENSES			
Cost of Materials Consumed	21	82,140.01	64,835.84
Change in Inventories of Finished Goods and Work-in-Progress	22	(2,070.95)	1,643.41
Employee Benefits Expense	23	14,267.31	12,187.31
Finance Costs	24	1,178.06	1,699.44
Depreciation and Amortisation Expense	25	3,901.83	3,240.77
Other Expenses	26	45,166.04	42,414.91
Total Expenses		1,44,582.30	1,26,021.68
Profit Before Tax		27,025.68	21,994.89
Tax Expenses			
Current Tax	11 (b)	6,129.11	4,935.69
Short / (Excess) Tax of Earlier Year		3.28	(3.97)
Deferred Tax	11 (a&b)	563.81	448.93
Total Tax Expense		6,696.20	5,380.65
Profit for the Year		20,329.48	16,614.24
Other Comprehensive Income (OCI)			
Items that will not be Reclassified to Statement of Profit and Loss			
Gain on Fair Valuation of Equity Instruments		1,092.70	197.82
Remeasurement of Post-Employment Defined Benefit Obligations	29	(289.89)	(94.96)
Income Tax Relating to these Items	11 (b)	(52.04)	11.16
Items that will be Reclassified to Statement of Profit and Loss			
Exchange Differences in Translating the Financial Statements of Foreign Operations		140.99	88.99
Other Comprehensive Income for the year, Net of Tax		891.76	203.01
Total Comprehensive Income for the year (Net)		21,221.24	16,817.25
Profit Attributable to :			
Owners of the Parent		20,329.48	16,614.24
Non- controlling Interest		-	-
Other Comprehensive Income Attributable to:			
Owners of the Parent		891.76	203.01
Non- controlling Interest		-	-
Total Comprehensive Income Attributable to:			
Owners of the Parent		21,221.24	16,817.25
Non- controlling Interest		-	-
Earnings Per Share			
Basic and Diluted	27	87.50	71.51
Notes Forming Part of the Financial Statement	1 to 39		

As per our report of even date

For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)

LAXMINARAYAN P. YEKKALI
Partner
M. No. 114753
Mumbai, 29th May, 2024

As per our report of even date

For **KIRTANE & PANDIT LLP**
Chartered Accountants
(FRN. 105215W/W100057)

ADITYA A. KANETKAR
Partner
M. No. 149037
Mumbai, 29th May, 2024

For and on behalf of the Board of Directors

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

AWANEESH SRIVASTAVA
Company Secretary
ICSI M. No. FCS 8513

NILESH DOSHI
Director
DIN: 00249715

PRADEEP MEHTA
Chief Financial Officer
ICAI M. No. 049220

MOHAN S. ADSUL
Whole-Time Director
DIN: 00146752

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT 31ST MARCH, 2024

	Notes	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Balance at the Beginning of the Year		2,323.24	2,323.24
Changes in Equity Share Capital Due to Prior Period Errors		-	-
Restated Balance at the Beginning of the Year		2,323.24	2,323.24
Changes in Equity Share Capital During the Year		-	-
Balance at the End of the Year	12 (a)	2,323.24	2,323.24

OTHER EQUITY

	Reserves and Surplus				Foreign Currency Translation Reserve (OCI)	FVTOCI - Equity Instruments	Total ₹ In Lakhs
	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve			
As At March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	227.38	7,028.22	1,83,258.62
Profit for the Year	-	-	-	-	-	-	20,329.48
Other Comprehensive Income :							
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	-	-	(216.93)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	-	967.70
c) Currency Translation Adjustments Relating to Subsidiaries	-	-	-	-	140.99	-	140.99
Total Comprehensive Income for the year	-	-	-	-	140.99	967.70	21,221.24
Reductions During The Year:							
Dividend Paid FY 2022-23	-	-	-	-	-	-	(2,323.24)
As At March 31, 2024	5,446.00	592.14	76,389.38	6,909.91	368.37	7,995.92	2,02,156.62

	Reserves and Surplus				Foreign Currency Translation Reserve (OCI)	FVTOCI - Equity Instruments	Total ₹ In Lakhs
	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve			
As At March 31, 2022	5,446.00	592.14	76,389.38	6,909.91	138.39	6,843.14	1,68,764.61
Profit for the Year	-	-	-	-	-	-	16,614.24
Other Comprehensive Income :							
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	-	-	(71.06)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	-	185.08
c) Currency Translation Adjustments Relating to Subsidiaries	-	-	-	-	88.99	-	88.99
Total Comprehensive Income for the year	-	-	-	-	88.99	185.08	16,817.25
Reductions During The Year:							
Dividend Paid FY 2021-22	-	-	-	-	-	-	(2,323.24)
As At March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	227.38	7,028.22	1,83,258.62

For and on behalf of the Board of Directors

As per our report of even date
For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)
LAXMINARAYAN P. YEKKALI
Partner
M.No. 114753
Mumbai, 29th May, 2024

As per our report of even date
For **KIRTANE & PANDIT LLP**
Chartered Accountants
(FRN. 105215W/W100057)
ADITYA A. KANETKAR
Partner
M.No.: 149037
Mumbai, 29th May, 2024

For and on behalf of the Board of Directors
Dr. S. B. GARWARE
Chairman & Managing Director
DIN : 00943822
AWANEESH SRIVASTAVA
Company Secretary
ICSI M. No. FCS 6513

NILESH DOSHI
Director
DIN : 00249715
PRADEEP MEHTA
Chief Financial Officer
ICAI M. No. 049220

MOHAN S. ADSUL
Whole-Time Director
DIN : 00146752

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

Particulars	Year ended March 31, 2024 ₹ In Lakhs	Year ended March 31, 2023 ₹ In Lakhs
A. Cash Flow from Operating Activities		
Profit Before Tax	27,025.68	21,994.89
Adjustments for:		
Depreciation and Amortisation Expense	3,901.83	3,240.77
Finance Cost	1,178.06	1,699.44
Unrealised Exchange (Gain) / Loss	(89.10)	15.33
Interest Income	(206.37)	(185.00)
Profit / Loss on Sale / Disposal / Write-off of Property, Plant and Equipment	13.45	(362.03)
Dividend Income	(9.19)	(18.38)
Sundry Credit Balances & Provisions no Longer Required, Written Back	(77.93)	(69.44)
Net Gain on Financial Assets	(1,942.81)	(1,137.77)
	2,767.94	3,182.92
Operating Profit / (Loss) before Working Capital Changes	29,793.62	25,177.81
Transfer to Foreign Currency Translation Reserve	120.73	88.99
Changes in Assets and Liabilities:		
(Increase) / Decrease in Operating Assets:		
Inventories	(9,089.65)	1,148.05
Trade Receivables	(603.57)	176.92
Loans	0.05	(20.82)
Other Financial Assets	(521.45)	(128.73)
Other Assets	(1,164.98)	2,635.22
Increase / (Decrease) in Operating Liabilities:		
Trade Payables	5,689.43	(615.75)
Other Financial Liabilities	163.96	(641.76)
Other Liabilities	(700.68)	(976.29)
Provisions	(75.85)	(363.37)
	(6,182.01)	1,302.46
Cash Generated from Operations	23,611.61	26,480.27
Direct Taxes Paid	(6,400.56)	(4,684.15)
Net Cash Flow from Operating Activities (A)	17,211.05	21,796.12
B. Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment & Intangible Assets	(1,683.16)	(7,045.97)
Proceeds from sale of Property, Plant and Equipment	85.99	410.55
Interest Income	206.37	185.00
Dividend on Investment	9.19	18.38
Net (Investment) / Redemption of Mutual Funds	6,072.99	(10,518.75)
Net Cash Flow Used in Investing Activities (B)	4,691.38	(16,950.79)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024 (Contd...)

Particulars	Year ended	Year ended
	March 31, 2024	March 31, 2023
	₹ In Lakhs	₹ In Lakhs
C. Cash Flow from Financing Activities		
Finance cost	(1,177.63)	(1,699.44)
Proceeds from Long term borrowings	157.48	2,376.91
(Repayments) of Long term borrowings	(14,236.13)	(6,542.95)
Proceeds from Finance Lease	474.85	68.95
(Repayment) of Lease liability	(766.42)	(722.38)
Dividend Paid / Deposited	(2,323.24)	(2,323.24)
Movement in Margin Money Deposit	933.42	(53.92)
Movement in Unclaimed Dividend Account	2.49	(42.51)
Net Cash Flow from / (Used in) Financing Activities (C)	(16,935.18)	(8,938.58)
Net Increase / (Decrease) in Cash and cash Equivalents (A+B+C)	4,967.25	(4,093.25)
Cash and Cash Equivalents (Opening Balance)	5,998.67	9,930.81
Effects of Exchange Rate Changes on Cash and Cash Equivalents	(135.26)	161.11
Cash and Cash Equivalents (Closing Balance)	10,830.66	5,998.67

Cash and Cash Equivalents at the End of the Year Include:	As at	As at
	March 31, 2024	March 31, 2023
	₹ In Lakhs	₹ In Lakhs
(a) Cash on hand	5.32	9.96
(b) Balances with Banks in Current and Deposit Accounts	10,825.34	5,988.71
Cash and Cash Equivalents (Refer Note 6 (a))	10,830.66	5,998.67
Cash and Cash Equivalents at the End of the Year	10,830.66	5,998.67

Change in Liability Arising from Financing Activity

Particulars	As at March 31, 2023 ₹ In Lakhs	Cashflow	Non Cash Change			As at
			Fair value Changes	Foreign Exchange Movement / Others	Recognition of Lease Liability	March 31, 2024 ₹ In Lakhs
Borrowings- Non current	8,475.27	(7,801.50)	57.01	(0.59)	643.25	1,373.44
Borrowings- Current	7,243.80	(6,625.73)	-	-	-	618.07

As per our report of even date

For **MANUBHAI & SHAH LLP**
Chartered Accountants
(FRN. 106041W/W100136)

LAXMINARAYAN P. YEKKALI
Partner
M. No. 114753
Mumbai, 29th May, 2024

As per our report of even date

For **KIRTANE & PANDIT LLP**
Chartered Accountants
(FRN. 105215W/W100057)

ADITYA A. KANETKAR
Partner
M. No. 149037
Mumbai, 29th May, 2024

For and on behalf of the Board of Directors

Dr. S. B. GARWARE
Chairman & Managing Director
DIN: 00943822

AWANEESH SRIVASTAVA
Company Secretary
ICSI M. No. FCS 8513

NILESH DOSHI
Director
DIN: 00249715

PRADEEP MEHTA
Chief Financial Officer
ICAI M. No. 049220

MOHAN S. ADSUL
Whole-Time Director
DIN: 00146752

GROUP INFORMATION:

Garware Hi-Tech Films Limited ('the Company/Parent') and its subsidiaries (together referred to as 'the Group'). The Company is limited by shares, incorporated and domiciled in India and equity shares of the Company are listed on the Indian stock exchange BSE (Bombay Stock Exchange) and NSE (National Stock Exchange). The registered office of the Company is located at Naigaon, Post Waluj, Chhatrapati Sambhajnagar (Aurangabad) - 431 133 and Corporate office is located at 50-A Swami Nityanand Marg, Vile Parle (East) Mumbai 400 057.

The Group is engaged in the business of manufacturing & Trading of specialty performance polyester Films like Sun Control window films used in Automobiles, Buildings, etc, Paint Protection Films used in Automobiles and a variety of other specialty polyester films such as PET Shrink films used for Label applications, Low Oligomer PET films used for insulation of hermetically sealed compressors motors, Electric motor insulation and cable insulation, sequin application films, TV and LCD screen application, Packaging applications etc.

1. SUMMARY OF MATERIAL ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS:

A: Material Accounting Policies:

(a) Basis of Preparation

(i) Compliance with Ind AS

These consolidated financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015, as amended] and other relevant provisions of the Act.

Group's financial statements are presented in Indian Rupees, which is the functional currency of the Company.

These consolidated financial statements have been prepared and presented under the historical cost convention, on accrual basis of accounting except for certain financial assets and financial liabilities (including derivative instruments) that are measured at fair values at the end of each reporting period and Defined Benefits Plans – Plan Assets as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these consolidated financial statements.

(ii) Classification of Assets and Liabilities

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current and non - current classification of assets and liabilities.

(b) Principles of consolidation

The consolidated financial statements have been prepared in accordance with Ind AS 110 Consolidated Financial Statements. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the Group. The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The Subsidiary Companies considered in the presentation of consolidated financial statements are as follows:

Name of the Company	Country of Incorporation	Percentage of Voting Power	Financial Year
Subsidiary Garware Hi-Tech Films International Ltd	United Kingdom	100%	2023-24
Step down Subsidiary Global Hi-Tech Films Inc	U.S.A.	100%	2023-24

(c) Segment Reporting

The Group's Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) as defined in Ind AS 108 Operating Segments. The CODM is the Company's board of directors. The board of directors assesses the financial performance and position of the Group and makes strategic decisions. Refer note 31 for segment information presented.

(d) Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of Property, Plant and Equipment, borrowing cost (if capitalisation criteria are met) and any attributable costs of bringing the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the Property, Plant and Equipment can be measured reliably. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation, Estimated Useful Lives and Residual Value

Depreciation on property, plant and equipment is provided on the straight-line method arrived on the basis of the useful life provided as per the Schedule II of the Companies Act, 2013.

The Group, based on technical assessment made by technical expert and management estimate, depreciates certain items of property plant and equipment (as mentioned below) over estimated useful lives which are different from the useful lives prescribed under Schedule II to the Companies Act, 2013.

Particulars	Useful life as technically assessed
Building (Including Roads)	10 - 20 years
Plant & Machinery (Including Electrical Installations)	03 - 20 years

The Property, Plant and Equipment capitalised under leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Group will obtain ownership at the end of the lease term.

The asset's residual values, depreciation method and useful lives are reviewed and adjusted if appropriate, at the end of the reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/ other expenses respectively.

Capital Work - in – Progress

Capital work-in-progress assets in the course of installation for production or/ and supply of goods or services or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost of construction/ installation is transferred to the appropriate category of Property, Plant and Equipment. Costs associated with the commissioning of an asset are capitalised where the asset is available for use but incapable of operating at normal levels until a period of commissioning has been completed.

(e) Intangible Assets

Intangible assets are stated at acquisition cost net of tax/ duty credits availed, if any, and net of accumulated amortisation. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the profit or loss. Intangible assets are amortized on the straight line method as follows:

Asset	Useful life as technically assessed
Software	2-5 Years

Intangible asset under development:

Intangible asset under development pertaining to upgradation of IT software are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost is transferred to the appropriate category of Intangible assets. Costs associated with the commissioning of an asset are capitalised where the asset is available for use but incapable of operating at normal levels until a period of commissioning has been completed.

(f) Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

After impairment, depreciation / amortization is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortization if there was no impairment.

(g) Non Current Assets Held for Sale

Non-Current Assets are classified as Held for Sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortized.

(h) Revenue recognition

A. Revenue from Sale of Goods or Services

Revenue from sale of goods or services (including scrap sales) are recognised when the control of goods or services are transferred to the customer at a transaction price that reflects the consideration entitled in exchange for those goods or services allocated to that contracted performance obligations. The Group also provides volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified. The discounts are accrued based on customary business practices. The control of goods refers to the ability to direct the use of and obtain substantially all of the remaining benefits from goods. Generally, control is transferred upon shipment of goods to the customer or when the goods are made available to the customer, provided that the transfer of title to the customer occurs and any significant risks of ownership or future obligations with respect to the goods shipped are not retained by the Group. Sales are recognised net of return/rebates excluding applicable goods and services tax.

The Group collects short-term advances from its customers. Using Ind AS 115 practical expedient, the group recognises contract liabilities for the consideration received with respect to unsatisfied performance obligations and reports these amounts as advances received from customer under other head Current liabilities. The Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less. Thus, there is no significant financing component.

B. Contract Balances

Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract Liabilities

A 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 transfers 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.

Refund Liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Group ultimately expects it will have to return to the customer. The Group updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

Export Benefits

Export entitlements under the Duty Draw Back Scheme / Other Schemes are recognised as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

(i) 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 recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating revenue.

Government grants relating to purchase of property, plant and equipment are netted off from acquisition amount of property, plant and equipment and the grant is recognised in profit or loss over the life of a depreciable asset as a reduced charge of depreciation expense.

(j) Inventories

(1) Raw Materials and Packing Materials are valued at the lower of cost and net realizable value. Cost is determined on a moving weighted average basis. Cost includes the cost of purchase and other expenses directly attributable to their acquisition but excludes duties & taxes, which are subsequently recoverable from the taxing authorities.

- (2) Stores and Spares are valued at cost computed on a moving weighted average basis. Cost includes the cost of purchase and other expenses directly attributable to their acquisition but excludes duties and taxes that are subsequently recoverable from the taxing authorities.
- (3) Semi-finished goods including those held for captive consumption is valued at factory cost including depreciation.
- (4) Finished goods are valued at the lower of cost and net realizable value. Cost includes direct material & labour cost and a proportion of manufacturing overheads.
- (5) Purchases of finished goods are valued at the lower of cost and net realizable value.

(k) Financial Instruments

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

A. Financial Assets

(1) Classification

The Group classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- Those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(2) Measurement

All financial assets are recognized initially at fair value and where financial assets are not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. These includes Trade receivables, Cash and cash equivalent, other bank balances, Fixed Deposits with bank and Loan.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely for the payment of principal and interest.

Debt Instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its debt instruments as follows:

- **Amortised Cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Equity Instruments

The Group subsequently measures equity investment at fair value. The Group's Management elects to present fair value gains and losses on equity investments in other comprehensive income or profit and loss account on an instrument by instrument basis.

(3) Impairment of Financial Assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Refer Note 34 (A) for details of credit risk.

For trade receivables, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(4) Derecognition of Financial Assets

A financial asset is derecognised only when

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

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the Financial Asset.

B. Financial Liability

(1) Initial Recognition and Measurement:

The Group recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognised as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability.

(2) Measurement:

All financial liabilities of the Group are subsequently measured at amortised cost using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortised cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognised as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

(3) Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid is recognised in the Statement of Profit and Loss.

(l) Derivative Financial Instruments

Derivative financial instruments such as forward contracts to hedge foreign currency risk are initially recognised at fair value and subsequently remeasured at their fair value with changes in fair value recognised in the Statement of Profit & Loss in the period when they arise.

(m) Foreign currency translation

(1) Functional and Presentation currency

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian rupees, which is the Company's functional and presentation currency.

(2) Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit and loss and are presented in the Statement of Profit or Loss on a net basis. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange gains and losses on foreign currency borrowings is accounted by addition or deduction to the cost of asset so far it relates to capital asset to the extent that they are regarded as an adjustment to interest cost and in other cases by charging it to the statement of profit and loss as a gain or loss on account of exchange differences under the head finance costs.

(3) Group Companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet
- non monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction
- income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- all resulting exchange differences are recognised in other comprehensive income (On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss)

(n) Leases

The Group lease asset primarily consists of leases for buildings, and for vehicles. The Group, at the inception of the contract, assesses whether a contract contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from the use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

The Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability at the lease commencement date. The right-of-use assets initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are subsequently depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets is evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using respective Company's incremental borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the respective Company changes its assessment of whether it exercises an extension or a termination option.

The Group treated the leases with remaining lease term for less than 12 months as if they were "short term lease".

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

(o) Cash and Cash Equivalents

Cash and Cash Equivalents for the purpose of cash flows statement comprise cash at bank, cash in hand, demand deposits with banks and other deposits with an original maturity of three months or less.

(p) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

(q) Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs are recognised as an expense in the year in which they are incurred.

(r) Provisions and Contingent Liabilities & Assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the consolidated financial statements.

(s) Employee Benefits

(i) Short-term Obligations

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

(ii) Other long-term Employee Benefit Obligations

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

(iii) Post-Employment Benefits

The Group operates the following post-employment schemes:

- (a) Defined benefit plans such as Gratuity and Pension; and
- (b) Defined contribution plans such as Provident Fund / Superannuation Fund / National Pension Scheme

Define Benefit Plans

The liability or asset recognised in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

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

Defined Contribution Plans

Defined Contribution Plans such as Provident Fund etc., are charged to the Statement of Profit and Loss as incurred. Further for certain employees, the monthly contribution for Provident Fund is made to a Trust administered by the Group. The interest payable by the Trust is notified by the Government. The Group has an obligation to make good the shortfall, if any.

Termination Benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the Group recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due for more than 12 months after the end of the reporting period are discounted to present value.

(t) Earnings Per Share

Earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

(u) Income Taxes

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. Current tax is determined as the amount of tax payable in respect of taxable income for the period as per the provisions of Income Tax Act, 1961.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

(v) Significant accounting Judgements, Estimates and Assumptions

The preparation of consolidated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies. The management overview the areas that involve a higher degree of judgement or complexity and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

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

i. Taxes

The Group provides for tax considering the applicable tax regulations and based on reasonable estimates, management periodically evaluates positions taken in the tax returns giving due considerations to tax laws and establishes provisions in the event if required as a result of differing interpretation or due to retrospective amendments, if any. The recognition of deferred tax assets is based on availability of sufficient taxable profits in the Group against which such assets can be utilised.

ii. Defined Benefit Obligations

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

iii. Recoverability of Trade Receivables

Required judgements are used in assessing the recoverability of overdue trade receivables and for determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate risk of non-payment.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

2. PROPERTY, PLANT AND EQUIPMENT

Description	Gross Carrying Amount			Depreciation / Amortisation			Net Carrying Amount As at March 31, 2024
	Gross Carrying Amount as at April 1, 2023	Additions / Adjustments During the Year	Disposal/ Adjustments During the Year*	As at March 31, 2024	Up to March 31, 2023	Charge for the Year	
Property, Plant and Equipment :-							
Land (Freehold)	77,066.97	-	-	77,066.97	-	-	77,066.97
Land (Leasehold)	23,580.99	-	-	23,580.99	-	-	23,580.99
Buildings	9,963.38	379.40	0.30	10,342.48	1,977.77	526.88	7,837.98
Right to use - Building	2,416.34	578.08	606.98	2,387.44	1,677.57	513.69	798.84
Plant & Machinery #	41,556.32	1,083.88	1,361.39	41,278.81	7,698.25	2,132.01	31,859.06
Electrical Installations	519.72	27.06	1.09	545.69	179.14	68.21	299.42
Laboratory Equipments	1,600.33	153.92	4.67	1,749.58	419.10	165.26	1,169.57
Furniture & Fixtures	474.33	29.43	(52.28)	556.04	257.43	43.79	215.25
Office Equipments	517.33	50.95	45.51	522.77	304.03	76.02	185.45
Vehicles	500.98	82.97	27.28	556.67	294.37	54.14	235.43
Right to use - Vehicles	1,390.30	674.56	-	2,064.86	350.99	188.88	1,524.99
Capital Expenditure On Research & Development	18.37	0.55	0.06	18.86	12.79	1.87	4.26
Data Processing Equipments	623.57	54.36	31.89	646.04	456.70	79.50	141.61
TOTAL (A)	1,60,228.93	3,115.16	2,026.89	1,61,317.20	13,628.14	3,850.25	1,44,919.82
Intangible Assets :-							
Software	423.27	21.76	0.25	444.78	300.55	51.58	92.90
TOTAL (B)	423.27	21.76	0.25	444.78	300.55	51.58	92.90
TOTAL (A + B)	1,60,652.20	3,136.92	2,027.14	1,61,761.98	13,928.69	3,901.83	1,45,012.72
Capital Work in Progress (Refer Note 2 (a))							240.88

i) Refer Note No. 28 (a) (d) for disclosure of contractual commitments for Property, Plant and Equipments.

ii) Refer Note No. 13 for Property pledged as security.

iii) The company does not hold any benami property under the Benami Transactions (prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

iv) There has been no revaluation of Property Plant and Equipment / Intangible Assets during the year.

v) # Disposal / adjustment during the year include gross amount of ₹1205.25 lakhs and accumulated depreciation include ₹348.93 lakhs for assets classified as held for sale (Refer Note No.10(c)).

* Includes gross amt. of ₹ 69.45 Lakhs and accumulated depreciation includes ₹49.19 Lakhs on account of Effect of foreign currency exchange differences on account of conversion of assets of overseas subsidiary co. on closing exchange rate.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

2. PROPERTY, PLANT AND EQUIPMENT

Description	Gross Carrying Amount			Depreciation / Amortisation			Net Carrying Amount As at March 31, 2023
	Gross Carrying Amount as at April 1, 2022	Additions / Adjustments During the Year	Disposal/ Adjustments During the Year	As at March 31, 2023	Charge for the Year	Disposal During the Year	
Property, Plant and Equipment :-							
Land (Freehold)	77,066.97	-	-	77,066.97	-	-	77,066.97
Land (Leasehold)	23,580.99	-	-	23,580.99	-	-	23,580.99
Buildings	6,638.63	3,324.75	-	9,963.38	376.53	-	1,977.77
Right to use - Building	2,169.20	347.22	100.08	2,416.34	514.43	100.08	1,677.57
Plant & Machinery	30,572.81	11,055.54	72.03	41,556.32	1,719.29	27.50	7,698.25
Electrical Installations	407.07	112.65	-	519.72	51.57	-	179.14
Laboratory Equipments	907.39	692.94	-	1,600.33	115.47	-	419.10
Furniture & Fixtures	390.70	83.63	-	474.33	32.08	-	257.43
Office Equipments	408.69	108.64	-	517.33	65.06	-	304.03
Vehicles	490.86	17.36	7.24	500.98	52.42	3.24	294.37
Right to use - Vehicles	1,307.40	122.21	39.31	1,390.30	179.68	14.82	350.99
Capital Expenditure on Research & Development	18.37	-	-	18.37	1.99	-	12.79
Data Processing Equipments	534.45	93.76	4.64	623.57	72.14	4.64	456.70
TOTAL (A)	1,44,493.53	15,958.70	223.30	1,60,228.93	3,180.66	150.28	13,628.14
Intangible Assets :-							
Software	408.67	14.60	-	423.27	60.11	-	300.55
TOTAL (B)	408.67	14.60	-	423.27	60.11	-	122.72
TOTAL (A + B)	1,44,902.20	15,973.30	223.30	1,60,652.20	3,240.77	150.28	13,928.69
Capital Work in Progress (Refer Note 2 (a))							1,040.36

i) The company does not hold any benami property under the Benami Transactions (prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

ii) There has been no revaluation of Property Plant and Equipment / Intangible Assets during the year.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

2. (a) The Break-up of Expenses Shown Under Capital Work in Progress (Pending Allocation) as on March 31, 2024 is as under :

Particulars	₹ In Lakhs	
	2023-24	2022-23
Opening Balance	1,040.36	9,592.26
Additions During the Year	617.86	6,218.73
Less: Capitalised During the Year	(1,417.58)	(15,208.30)
Finance Charges	0.24	437.67
Closing Balance#	240.88	1,040.36

Includes Intangible Assets under development ₹ 8.75 Lakhs (March 31, 2023: ₹ 8.75 Lakhs)]

CWIP Ageing Schedule

Tangible Assets

Particulars	₹ In Lakhs			
	Amount in CWIP as on 31.03.2024 for Period of		Amount in CWIP as on 31.03.2023 for Period of	
	Less than 1 year	More than 2-3 years 3 years	Less than 1 year	More than 2-3 years 3 years
Ongoing Projects	181.19	0.26	173.65	782.23
Project Stock	44.72	5.96	63.53	4.14
Projects in Progress	225.91	6.22	237.18	786.37
Projects Suspended	-	-	-	-
Total	225.91	6.22	237.18	786.37

Intangible Assets

Particulars	₹ In Lakhs			
	Amount in CWIP as on 31.03.2024 for Period of		Amount in CWIP as on 31.03.2023 for Period of	
	Less than 1 year	More than 2-3 years 3 years	Less than 1 year	More than 2-3 years 3 years
Ongoing Projects	1.45	7.30	1.45	7.30
Project Stock	-	-	-	-
Projects in Progress	1.45	7.30	1.45	7.30
Projects Suspended	-	-	-	-
Total	1.45	7.30	1.45	7.30

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

Tangible Assets

Particulars	₹ In Lakhs			
	As on 31.03.2024 to be Completed in		As on 31.03.2023 to be Completed in	
	Less than 1 Year	More than 2-3 Years 3 Years	Less than 1 Year	More than 2-3 Years 3 Years
Upgradation & Modification & Other Projects	170.53	-	951.08	-
TOTAL	170.53	-	951.08	-

Intangible Assets

Particulars	₹ In Lakhs			
	As on 31.03.2024 to be Completed in		As on 31.03.2023 to be Completed in	
	Less than 1 Year	More than 2-3 Years 3 Years	Less than 1 Year	More than 2-3 Years 3 Years
IT Upgradation Project	8.75	-	8.75	-
TOTAL	8.75	-	8.75	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

3. (a) NON - CURRENT INVESTMENTS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Investment at Fair Value Through Other Comprehensive Income (FVTOCI) in Quoted Equity Instruments		
262,543 (March 31, 2023 - 262,543) Equity Shares of Garware Technical Fibres Limited, of the Face Value of ₹ 10/- Each, Fully Paid-up.	8,724.96	7,632.26
Investment at Fair Value Through Profit And Loss (FVTPL) In Unquoted Equity Instruments		
500 (March 31, 2023 - 500) Equity Shares of The Co-Operative Stores Ltd. (New Delhi), of the Face Value of ₹ 10/- each, Fully Paid up	0.05	0.05
10,000 (March 31, 2023 - 10,000) Equity Shares of S I C O M Ltd., of the Face Value of ₹ 10/- Each Fully Paid-up	8.00	8.00
100 (March 31, 2023 - 100) Equity Shares of Cosmos Co-Operative Bank Ltd., of the Face Value of ₹ 10/- Each Fully Paid up	0.02	0.02
25 (March 31, 2023 - 25) Equity Shares of Shamrao Vitthal Co-Operative Bank Ltd, of the Face Value of ₹ 25/- Each Fully Paid up	0.01	0.01
TOTAL	8,733.04	7,640.34
Aggregate amount of quoted investments	8,724.96	7,632.26
Aggregate amount of unquoted investments	8.08	8.08
Aggregate cost of total investments	45.50	45.50

- i) The Group has not Traded or Invested in any Crypto Currency or Virtual Currency during the current year and previous year.
- ii) The shares held in Garware Technical Fibres Limited are presented at Fair Value through Other Comprehensive Income because these shares are not held by the Company for trading purpose or received as a contingent consideration pursuant to business combination.

3. (b) CURRENT INVESTMENTS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Investment at Fair Value Through Profit and Loss (FVTPL) in Quoted Mutual Funds		
3,86,49,202 Units in HDFC Arbitrage Fund (Previous year 3,66,04,008 Units)	7,098.31	6,219.02
1,29,060 Units in HDFC Overnight Mutual Fund (Previous year 4,06,685 Units)	4,585.76	13,536.26
77,32,498 Units in HDFC Corporate Bond Fund (Previous year 77,32,498 Units)	2,310.74	2,135.66
4,08,66,511 Units in Tata Arbitrage Fund (Previous year 2,99,11,756 Units)	5,610.81	3,793.08
1,43,05,500 Units in Axis Corporate Debt Fund (Previous year 1,43,05,500 Units)	2,313.63	2,141.86
1,54,71,962 Units in Kotak Equity Arbitrage Fund (Previous year 1,13,38,844 Units)	5,629.66	3,803.99
TOTAL	27,548.91	31,629.87
Aggregate Cost of Quoted Investments	24,779.89	30,359.86
Aggregate Fair Value of Quoted Investments (NAV)	27,548.91	31,629.87

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

4. OTHER FINANCIAL ASSETS - NON - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Security deposits (Considered good, Unsecured)	174.15	238.33
Margin Money with more than 12 months maturity	384.90	59.50
TOTAL	559.05	297.83

- i) Security deposit includes rental deposits of ₹64.50 lakhs given to Directors (March 31, 2023 - ₹ 64.50 lakhs) and ₹ 43.50 lakhs given to companies in which Directors are a Director / Member (March 31, 2023 - ₹ 43.50 lakhs).

5. TRADE RECEIVABLES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Trade Receivable Considered Good, Unsecured	3,806.52	2,995.01
Trade Receivable - Credit Impaired	20.86	20.86
Less: Allowance For Doubtful Debts	(20.86)	(20.86)
TOTAL	3,806.52	2,995.01

Trade Receivable - Ageing Schedule from Due Date of Payment

₹ In Lakhs

Particulars	March 31, 2024						Total
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered Good	2,011.33	1,784.43	8.37	2.40	-	-	3,806.52
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	20.86	20.86
Less : Allowance for doubtful debts	-	-	-	-	-	(20.86)	(20.86)
TOTAL	2,011.33	1,784.43	8.37	2.40	-	-	3,806.52

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

₹ In Lakhs

Particulars	March 31, 2023						
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered Good	1,894.66	1,100.25	0.10	-	-	-	2,995.01
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	20.86	20.86
Less : Allowance for doubtful debts	-	-	-	-	-	(20.86)	(20.86)
TOTAL	1,894.66	1,100.25	0.10	-	-	-	2,995.01

6. (a) CASH AND CASH EQUIVALENTS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Balances with Banks		
In Current Accounts	10,825.34	5,988.71
Cash on Hand	5.32	9.96
TOTAL	10,830.66	5,998.67

6. (b) OTHER BANK BALANCES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
In Earmarked Accounts		
Unclaimed Dividend Accounts	162.76	165.25
Margin Money Deposit	273.38	881.40
TOTAL	436.14	1,046.65

7. LOANS - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Loans and Advances to Employees - Considered Good, Unsecured	33.56	33.61
TOTAL	33.56	33.61

- i) No funds has been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity including foreign entity (Intermediaries) with the understanding whether recorded in writing or otherwise that the Intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

8. OTHER FINANCIAL ASSETS - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Derivative Financial Instrument	-	30.94
Other Receivables	57.27	122.44
TOTAL	57.27	153.38

i) Other receivables includes insurance claim and discount receivable from vendors.

9. INVENTORIES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Stores, Spares and Packing Materials	3,779.00	2,965.53
Raw Materials	10,980.41	4,775.18
Finished Goods	1,875.34	3,104.31
Finished Goods (Stock in Transit)	6,441.97	4,207.47
Semi Finished Goods	5,898.21	4,832.79
TOTAL	28,974.93	19,885.28

10. (a) OTHER NON CURRENT ASSETS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Capital Advances		
Considered Good, Secured	65.32	56.42
Considered Good, Unsecured	355.07	169.64
	420.39	226.06
Advances Other Than Capital Advances		
Balances with Government Authorities (Previous Year Includes VAT Receivable ₹379.99 Lakhs)	2.30	382.72
TOTAL	422.69	608.78

10. (b) OTHER CURRENT ASSETS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Prepaid Expenses	419.24	284.06
Balances with Government Authorities	3,203.41	2,453.62
Advances Paid to Suppliers/ Vendors	1,119.73	643.52
TOTAL	4,742.38	3,381.20

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

10 (c) ASSETS CLASSIFIED AS HELD FOR SALE

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Plant and Equipment *	856.32	-
TOTAL	856.32	-

- i) *The company intends to dispose off certain used / old plant and equipment situated at Waluj plant, as it no longer intends to use in the next 12 months. The company expects fair value less cost to sell to be higher than carrying amount.

11. (a) DEFERRED TAX ASSETS

The balance of deferred tax comprises temporary differences attributable to:

Particulars	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Deferred Tax Assets		
Expenses Allowed on Payment Basis	244.23	177.53
Unrealised Profits on Inter Companies Stock / Elimination	773.59	875.03
IND AS 116- Right to use Assets	13.81	25.66
Remeasurements of Post Defined Benefit Obligations	262.38	189.42
Others	9.82	9.87
TOTAL (a)	1,303.83	1,277.51
Deferred Tax Liabilities		
Excess of Written Down Value as per Books and as per Income Tax Act, 1961	4,016.25	3,716.90
Deferred Tax on Fair Value Changes in Mutual Fund	1,076.16	732.51
TOTAL (b)	5,092.41	4,449.41
Deferred Tax Assets / (Liability) (Net) TOTAL (a-b)	(3,788.58)	(3,171.90)

Changes in Deferred Tax Assets/ (Liabilities) in Statement of Profit and Loss [(charged) / credited during the year]

Particulars	Year Ended	
	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Expenses Allowed on Payment Basis	66.70	(150.54)
Others	(0.05)	-
IND AS 116- Right to use Assets	(11.85)	(7.56)
Remeasurements of Post Defined Benefit Obligations	72.96	23.90
Unrealised Profits on Inter Companies Stock	(101.44)	153.73
Excess of Written Down Value as Per Books and as per Income tax Act, 1961	(299.35)	(400.93)
Deferred Tax on Fair Value changes	(343.65)	(56.37)
Exchange Differences	0.83	-
TOTAL	(615.85)	(437.77)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

11. (b) INCOME TAXES

The Major Components of Income Tax Expense for the Year Ended are :

Statement of Profit and Loss

Profit and Loss Section

	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Current Income Tax		
Current Tax on Profit for the Current Year	6,129.11	4,935.69
Short / (Excess) Tax of earlier year	3.28	(3.97)
Deferred Tax	563.81	448.93
Income Tax Expense Reported in the Statement of Profit or Loss	6,696.20	5,380.65

Other Comprehensive Income Section

	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Deferred Tax Relating to Remeasurements of Post Employment Benefit Obligations and Gain on Fair Valuation of Equity Instruments	52.04	(11.16)
Income tax charged to OCI	52.04	(11.16)

Movement in Income Tax (Assets) / Liabilities (Net)

	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Opening Balance [Payable/ (Receivable)]	302.01	54.44
Add : Current Tax Payable for the Year	6,132.39	4,931.72
Less : Taxes Paid	(6,400.56)	(4,684.15)
Closing Balance [Payable/ (Receivable)]	33.84	302.01

Reconciliation of Tax Expense and Accounting Profit for the Year:

	Year Ended March 31, 2024 ₹ In Lakhs	Year Ended March 31, 2023 ₹ In Lakhs
Accounting Profit Before Tax	27,025.68	21,994.89
Tax at Statutory Income Tax Rate of @ 25.168%	6,801.82	5,535.67
Tax effect of amounts which are not deductible (taxable) in calculating taxable income		
Donations / CSR Expenses	96.39	85.18
Short / (Excess) Income Tax of Earlier Year	3.28	(3.97)
Other Items	(78.13)	(100.11)
Long Term Capital Gain Taxable at Special Rate	(159.61)	(100.73)
Difference in Tax Rates of Subsidiaries	32.45	(35.39)
Income-Tax Expense	6,696.20	5,380.65

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

12. (a) EQUITY AND SHARE CAPITAL

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Authorised Equity Share Capital :		
40,000,000 (March 31, 2022 : 40,000,000) Equity Shares of ₹ 10/- each	4,000.00	4,000.00
6,000,000 (March 31, 2022 : 6,000,000) Preference Shares of ₹ 100/- each	6,000.00	6,000.00
TOTAL	10,000.00	10,000.00
Issued, Subscribed and Paid up :		
23,232,394 (March 31, 2022 : 23,232,394) Equity Shares of ₹ 10/- each	2,323.24	2,323.24
TOTAL	2,323.24	2,323.24

(i) Reconciliation of Number of Equity Shares

	As at March 31, 2024	As at March 31, 2023
Shares Outstanding at the Beginning of the Year	2,32,32,394	2,32,32,394
Add: Issued During the Year	-	-
Outstanding at the End of the Year	2,32,32,394	2,32,32,394

(ii) Terms/ Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/-. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees.

Final Dividend of ₹ 10 /- per equity share for the Financial year ended 31st March 2024 proposed by board of directors in its meeting held on 29th May 2024 (₹10/- per equity share for FY 2022-23) is in compliance with Section 123 of the Companies Act 2013 and is subject to approval of shareholders in the ensuing Annual General Meeting and if approved, would result in Cash outflow of Rs 2,323.34 Lakhs.

(iii) Details of Equity Shares held by Shareholders holding more than 5% of the aggregate Shares in the Company

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023	
	% Holding	No. of Shares	% Holding	No. of Shares
S. B. Garware Family Trust	38.17%	88,68,372	38.17%	88,68,372
B. D. Garware Research Centre (Formerly known as B.D Garware Research Centre)	5.35%	12,42,216	5.35%	12,42,216
Shri S. B. Garware	5.01%	11,63,001	5.01%	11,63,001

(iv) Details of Shares Held by Promoters

Sr. No.	Promoter Name	As at 31.03.2024		As at 31.03.2023		% Change During FY 2023-24
		No. of Shares	% of total Shares	No. of Shares	% of Total Shares	
1	S. B. Garware Family Trust	88,68,372	38.17%	88,68,372	38.17%	-
2	B. D. Garware Research Centre Private Limited (Formerly known as B.D Garware Research Centre)	12,42,216	5.35%	12,42,216	5.35%	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Sr. No.	Promoter Name	As at 31.03.2024		As at 31.03.2023		% Change During FY 2023-24
		No. of Shares	% of total Shares	No. of Shares	% of Total Shares	
3	Shri S. B. Garware	11,63,001	5.01%	11,63,001	5.01%	-
4	Monika Garware Benefit Trust	5,73,917	2.47%	5,73,917	2.47%	-
5	Sarita Garware Benefit Trust	5,73,917	2.47%	5,73,917	2.47%	-
6	Great View Real Estates Private Limited	4,69,175	2.02%	4,69,175	2.02%	-
7	Ms. Sonia Garware	2,68,595	1.16%	2,68,595	1.16%	-
8	Mrs. Sarita Garware Ramsay	2,67,810	1.15%	2,67,810	1.15%	-
9	Ms. Monika Garware	2,67,504	1.15%	2,67,504	1.15%	-
10	Garware Industries Private Limited	2,35,000	1.01%	2,35,000	1.01%	-
11	Mrs. Sheela S. Garware	1,75,465	0.76%	1,75,465	0.76%	-
12	Sonia Garware Benefit Trust	1,000	0.00%	1,000	0.00%	-

12. (b) OTHER EQUITY

	Reserves and Surplus					Foreign Currency Translation Reserve (OCI)	Equity Instruments through Other Comprehensive Income	Total ₹ In Lakhs
	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings			
As at March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	86,665.59	227.38	7,028.22	1,83,258.62
Profit for the year	-	-	-	-	20,329.48	-	-	20,329.48
Other Comprehensive Income :								
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	(216.93)	-	-	(216.93)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	-	967.70	967.70
c) Currency Translation Adjustments Relating to Subsidiaries	-	-	-	-	-	140.99	-	140.99
Total Comprehensive Income for the year	-	-	-	-	20,112.55	140.99	967.70	21,221.24
Reductions During The Year:								
Dividends Paid FY 2022-23	-	-	-	-	(2,323.24)	-	-	(2,323.24)
As at March 31, 2024	5,446.00	592.14	76,389.38	6,909.91	1,04,454.90	368.37	7,995.92	2,02,156.62

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

	Reserves and Surplus					Foreign Currency Translation Reserve (OCI)	Equity Instruments through Other Comprehensive Income	Total In Lakhs
	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings			
As at March 31, 2022	5,446.00	592.14	76,389.38	6,909.91	72,445.65	138.39	6,843.14	1,68,764.61
Profit for the year	-	-	-	-	16,614.24	-	-	16,614.24
Other Comprehensive Income :								
a) Remeasurement of Post Employment Benefit Obligations (Net of Tax)	-	-	-	-	(71.06)	-	-	(71.06)
b) Changes in Fair Value of Equity Instruments Through OCI (Net of Tax)	-	-	-	-	-	-	185.08	185.08
c) Currency Translation Adjustments Relating to Subsidiaries	-	-	-	-	-	88.99	-	88.99
Total Comprehensive Income for the year	-	-	-	-	16,543.18	88.99	185.08	16,817.25
Reductions During The Year:								
Dividend Paid FY 2021-22	-	-	-	-	(2,323.24)	-	-	(2,323.24)
As At March 31, 2023	5,446.00	592.14	76,389.38	6,909.91	86,665.59	227.38	7,028.22	1,83,258.62

Nature and purpose of Other Reserves:

1 Capital Redemption Reserve

Capital redemption reserve is towards the redemption of preference shares allotted to Industrial Development Bank of India (IDBI) in FY 2014 - 15.

2 Securities Premium

Securities premium is towards the premium on issue of equity shares and will be utilised in accordance with the provisions of the Companies Act, 2013.

3 Capital Reserve

Capital reserve of ₹ 4,439.48 was created on demerger of manufacturing business of erstwhile Garware Chemicals Limited (GCL) as per the scheme of arrangement between the Company and GCL under provisions of section 391 - 394 of the Companies Act, 1956 and ₹ 61,842.43 lakhs (net of deferred tax) on account of fair valuation of property, plant and equipment done as at the transition date of Ind AS. Capital reserve also includes revaluation reserve amounting to ₹ 4,584.49 lakhs pertains to revaluation of land at Mumbai at Vile Parle in 2007 and ₹ 18755.94 lakhs revaluation of land situated at Aurangabad and Nashik in FY 2012 - 13 and ₹ (13,235.03) lakhs pertains to impairment of assets taken over from GCL in FY 2012 - 13 and ₹2.07 Lakhs amount paid up on cancellation of 82,756 shares.

4 Fair Value Through Other Comprehensive Income (FVTOCI) Equity Instruments

The Company has elected to recognise changes in fair value of certain investments in equity instruments through other comprehensive income. These changes are accumulated within the FVTOCI equity instruments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity instruments are derecognised.

5 General Reserve

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

6 Retained Earnings

This reserve represents undistributed accumulated earnings of the Company as on the balance sheet date.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

13. (a) NON CURRENT BORROWINGS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Secured		
Term Loans		
Indian Rupee Loans from Banks	-	14,078.65
TOTAL	-	14,078.65
Less: Current Maturities of Long Term Debt (Included in Note 13(c))	-	6,542.95
Non Current Borrowings	-	7,535.70

13. (b) NON CURRENT LEASE LIABILITY

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Non Current Lease Liability		
From Bank	1,060.17	772.46
From Others	931.34	867.96
TOTAL	1,991.51	1,640.42
Less : Current Maturities of Lease Liability		
From Bank	278.69	183.93
From Others	339.38	516.92
TOTAL	618.07	700.85
Non Current Lease Liability	1,373.44	939.57

13. (c) CURRENT BORROWINGS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Current Maturities of Long Term Borrowings	-	6,542.95
Current Borrowings	-	6,542.95

Terms of Repayment for Borrowings

Particulars	Terms of Repayment
Non - Current	
Indian Rupee Loans from Banks	During the year company has pre-paid outstanding term loans (Previous year Loan of ₹2535.00 Lakhs is repayable in 12 monthly instalments from April-23 to March-24. Loan of ₹4468.64 lakhs is repayable in 9 quarterly instalments from May-23 to May-25. Loan of ₹ 7132.01 lakhs is payable in 43 instalments from April-23 to Oct-26 and Rate of interest: 1 year MCLR + 0.35% to 1 year MCLR + 0.65% p.a.)
Obligations Under Finance Leases	Repayable in 26 to 60 monthly instalments from April-23 to March-29 Rate of interest: 7.25% - 8.25% p.a.
Current	
Indian Rupees and Foreign Currency and Working Capital Loans	Rate of interest : 1 Year MCLR + 0.50% to 1 Year MCLR + 1.05% p.a. Rate of Interest : SOFR + 1.50 % to SOFR + 3.00% p.a. Amount payable ranges between 0 to 120 days from the date trade receivables are discounted.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Details of Security for the Non - Current and Current Borrowings:

Particulars	Nature of Security
Non - Current	
Obligations Under Finance Leases	Hypothecation of specific assets.
Current	
Indian Rupees and Foreign Currency and Working Capital Loans	Hypothecation of all the current assets including inventory, book debts etc. and second charge on property, plant and equipment of the Company excluding Vile Parle, Mumbai property and Nasik property.

- i) The Term loans have been applied for the purposes of capacity expansion and various other capex plans.
- ii) During the year outstanding term loans have been prepaid.
- iii) Registration of charges or satisfaction with Registrar of Companies have been complied with in the statutory period.
- iv) Quarterly return / statements of current assets filed by the Company with banks are in agreement with the books of accounts.
- v) The Company has not been declared as Wilful Defaulter by any bank or financial institution.
- vi) No funds have been received by the company from any person or entity including foreign entity (Funding Parties), with the understanding whether recorded in writing or otherwise that the Company shall whether directly or indirectly lend or invest in other persons or entities identified in 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.
- vii) Funds raised on short term basis are not used for long term purpose.

14. TRADE PAYABLES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Total Outstanding Dues of Micro Enterprises and Small Enterprises	1,634.12	1,038.88
Total Outstanding Dues of Creditors Other than Micro Enterprises and Small Enterprises	14,364.26	9,318.28
TOTAL	15,998.38	10,357.16

Details of Dues to Micro and Small Enterprises as Defined under the MSMED Act, 2006

Based on the information and records available with the Company, the disclosures required pursuant to the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED ACT'). The Disclosure pursuant to the said MSMED Act are as follows:

Sr. No.	Particulars	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
a)	Principal Amount Due to Suppliers Registered Under MSMED Act and Remaining Unpaid as at The Year End (including capital creditors ₹ 59.32 lakhs (Previous year ₹17.29 Lakhs))	1,693.44	1,056.17
b)	Interest Due Thereon	-	-
c)	Interest Paid By The Company In Term Of Section 16	-	-
d)	Interest Due and Payable for the Period of Delay in Payment	-	-
e)	Interest Accrued and Remaining Unpaid	-	-
f)	Interest Remaining Due and Payable even in Succeeding Years	-	-

Trade Payable Ageing Schedule from Due Date of Payment

₹ In Lakhs

Sr. No.	Particulars	March 31, 2024						Total
		Not Due	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	1,273.75	-	360.37	-	-	-	1,634.12
(ii)	Others	8,361.06	1,372.10	4,578.26	10.10	4.49	38.25	14,364.26
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
	Total	9,634.81	1,372.10	4,938.63	10.10	4.49	38.25	15,998.38

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

₹ In Lakhs

Sr. No.	Particulars	March 31, 2023						Total
		Not Due	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	986.60	-	52.28	-	-	-	1,038.88
(ii)	Others	5,833.69	1,271.83	2,129.63	10.06	51.72	21.35	9,318.28
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
	Total	6,820.29	1,271.83	2,181.91	10.06	51.72	21.35	10,357.16

15. OTHER FINANCIAL LIABILITIES - CURRENT

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Accrued Interest not due on Borrowings	0.43	-
Unclaimed Dividend	162.76	165.25
Creditors for Capital Expenditure	214.60	429.29
Payable for Expenses	392.30	300.68
Payable to Employees	681.98	605.39
Deposit from Customers*	369.88	157.38
Derivative Financial Instrument	28.39	-
TOTAL	1,850.34	1,657.99

i) There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

ii) *Deposit from customers include ₹195 lakhs received towards assets classified as held for sale.

16. NON-CURRENT PROVISIONS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Provision for Employee Benefits (Refer Note 29)		
Provision for Compensated Absences	537.58	441.67
TOTAL	537.58	441.67

17. CURRENT PROVISIONS

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Provision for Employee Benefits (Refer Note 29)		
Provision for Gratuity	358.26	355.33
Provision for Compensated Absences	404.44	289.24
TOTAL	762.70	644.57

18. OTHER CURRENT LIABILITIES

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Statutory Liabilities	492.35	391.64
Advances from Customers	2,319.93	3,166.62
TOTAL	2,812.28	3,558.26

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

- a) The Company has recognised revenue including Taxes of ₹ 7,254.30 Lakhs (Previous year ₹8909.42 Lakhs) as per Ind AS 115 from the amounts included under advance received from customer against the opening balance of advance of ₹ 3,166.62 Lakhs during the year.
- b) Contract liability primarily relates to advance consideration received from customers for sale of products based on terms agreed. The contract liability is expected to be recognised within 12 months.
- c) Unsatisfied Performance Obligations the Company applies the practical expedient in Paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations.

19. REVENUE FROM OPERATIONS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Sale of Products	1,65,181.79	1,41,184.83
Other Operating Revenue		
Export Incentives	2,149.16	2,163.99
Sale of Scrap and Others	370.72	452.21
TOTAL	1,67,701.67	1,43,801.03

a) Reconciliation of Revenue from Sale of Products with the Contracted Price.

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Contracted Price	1,65,446.27	1,41,420.23
Less : Discounts, Allowances and Claims as per contract.	(264.48)	(235.40)
Revenue from Sale of Products	1,65,181.79	1,41,184.83

b) Contract Balances :

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Trade Receivables	7,246.34	2,995.01
Advance from Customers (Contract Liability)	2,319.93	3,166.62

20. OTHER INCOME

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Interest Income:		
On Bank Deposits	203.84	85.84
On Income Tax & Sales Tax Refund	-	98.07
Others	2.52	1.09
Dividend from Quoted Equity Investments Measured at Fair Value Through OCI	9.19	18.38
Insurance Claims	98.62	52.60
Profit on Sale of Property, Plant and Equipment	-	362.03
Excess Provision/ Sundry Credit Balances Written Back	77.93	69.44
Gain on Exchange Rate Fluctuations	1,504.17	1,705.26
Net Gain on Financial Assets Measured At FVTPL*	1,992.03	1,146.89
Unwinding of Security Deposit	10.11	11.08
Rent Received	4.84	4.20
Miscellaneous Income	2.65	-
Service Tax / VAT Refund	0.41	660.66
TOTAL	3,906.31	4,215.54

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

- i) The Company does not have any transactions not recorded in books of accounts that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act 1961.
- ii) * Includes realised gains on sale of investments of ₹468.35 Lakhs (Previous year ₹262.79 Lakhs)

21. COST OF MATERIALS CONSUMED

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Opening Inventory	4,775.18	4,272.17
Add: Purchases	88,347.71	65,425.21
Less: Sales	(2.47)	(86.36)
Less: Closing Inventory	(10,980.41)	(4,775.18)
TOTAL	82,140.01	64,835.84

22. CHANGE IN INVENTORIES OF FINISHED GOODS AND SEMI - FINISHED GOODS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Closing Inventory		
Semi - Finished Goods	5,898.21	4,832.79
Finished Goods	8,317.31	7,311.78
TOTAL	14,215.52	12,144.57
Less: Opening Inventory		
Semi - Finished Goods	4,832.79	4,810.91
Finished Goods	7,311.78	8,977.07
TOTAL	12,144.57	13,787.98
Net Change in Inventory	(2,070.95)	1,643.41

23. EMPLOYEE BENEFITS EXPENSE

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Salaries, Wages and Bonus	12,481.22	10,614.93
Contributions to Provident Fund and Other Funds	1,058.83	955.40
Staff Welfare Expenses	727.26	616.98
TOTAL	14,267.31	12,187.31

24. FINANCE COSTS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Interest Expense	670.19	1,102.96
Interest Expense on Right to use Assets	136.80	150.75
Other Borrowing Cost	371.07	445.73
TOTAL	1,178.06	1,699.44

- i) Finance costs amounting to ₹0.24 lakhs (March 31, 2023 : ₹437.67 Lakhs) is capitalised in the cost of assets during the current year.

25. DEPRECIATION AND AMORTIZATION EXPENSE

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Depreciation on Property, Plant and Equipment (including IND AS 116 Depreciation)	3,850.25	3,180.66
Amortisation of Intangible Assets	51.58	60.11
TOTAL	3,901.83	3,240.77

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

26. OTHER EXPENSES

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Stores, Spares & Packing Materials Consumed	8,508.13	7,491.84
Power and Fuel	12,350.30	12,595.85
Processing Charges	4,527.20	4,429.53
Water Charges	113.73	120.39
Rent, Hire Charges and Compensation	48.83	43.32
Rates, Taxes and License Fees	244.16	107.62
Insurance	481.51	450.76
Freight & Forwarding (Net)	4,878.04	7,104.93
Research and Development Expenses	686.16	316.62
Advertisement Expenses	22.24	61.81
Repairs and Maintenance Expenses:		
Plant and Machinery	376.62	341.04
Building	210.33	377.44
Others	1,185.62	1,210.40
Contract Labour Cost	2,854.02	2,539.49
Security Charges	681.32	569.74
Travelling & Conveyance	772.00	662.59
Postage, Telegrams & Telephones	67.00	70.52
Commission on Sales	108.27	151.86
Contribution Towards Corporate Social Responsibilities (Refer Note 26A)	368.00	330.00
Donation	34.87	26.15
Legal and Professional Charges*	1,851.65	1,620.94
Sales and Promotion Expenses	3,587.46	718.41
Auditors Remuneration (Refer Note 26B)	93.46	85.86
Directors Sitting Fees	12.65	11.38
Loss on Sale of Property, Plant and Equipment	13.45	-
Miscellaneous Expenses	1,089.02	976.42
TOTAL	45,166.04	42,414.91

- i) *Legal and professional charges include ₹NIL (March 31, 2023: ₹3.25 lakhs) paid to a firm in which one of the partner of the auditor's firm is interested as a partner.

26. (a) CORPORATE SOCIAL RESPONSIBILITY (CSR)

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Gross Amount Required to be Spent by the Company During the Year	368.00	329.90
TOTAL	368.00	329.90
Amount Spent During The Year		
A. Construction/ Acquisition of Any Asset	-	-
B. On Purposes other than (A) above	368.00	330.00
TOTAL	368.00	330.00
C. Shortfall at the end of the year	-	-
D. Total of previous years shortfall	-	-
E. Reason for Shortfall	NA	NA

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

F. Nature of CSR Activities

₹ In Lakhs

Name of the project	Implementing Agency	Amount Spent	Amount Spent
		2023-24	2022-23
Promoting Health care measures for poor people	Garware Charitable Trust	12.00	16.50
Promoting education, including special education and employment enhancing vocation skills	Garware Charitable Trust	5.00	21.00
Promoting /Setting up old Age Home, day cares centers and such other facilities for senior citizen	Garware Charitable Trust	351.00	292.50
		368.00	330.00

G. Details of Related Party Transactions - Refer Note No. 30

26. (b) PAYMENT TO AUDITORS

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
As Auditor		
Statutory Audit Fees	62.52	58.96
Tax Audit Fees	6.00	6.00
In Other Capacity		
For Certification/ Others	22.64	19.00
Reimbursement of Out of Pocket Expenses	2.30	1.90
TOTAL	93.46	85.86

27. EARNINGS PER SHARE (EPS)

	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Net Profit Attributable to the Equity Shareholders of the Company	20,329.48	16,614.24
Weighted Average Number of Equity Shares	2,32,32,394	2,32,32,394
Basic & Diluted Earnings Per Share (In ₹)	87.50	71.51

28. (a) CONTINGENCIES AND COMMITMENTS

a) Contingent Liabilities

	As at March 31, 2024 ₹ In Lakhs	As at March 31, 2023 ₹ In Lakhs
Disputed Matters in Appeal / Contested in Respect of:		
Excise Duty and Service Tax	40.57	40.57
Income Tax	-	80.79
Maharashtra State Electricity Board (MSEB)	-	27.72
Grampanchayat Tax	-	81.88
TOTAL	40.57	230.96

b) The Company has given counter-guarantees for ₹ 5,600.85 lakhs (March 31, 2023: ₹ 6,557.91 lakhs) to banks in respect of guarantees given by the banks to third parties for purchase of equipments, supply of goods, clearance of goods from customs, excise bonds, etc.

c) Letters of Credit opened on behalf of the Company by Banks for purchase of materials and equipment amount to ₹ 2,130.39 lakhs (March 31, 2023: ₹ 2,397.59 lakhs).

d) Capital commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for ₹ 1215.30 lakhs (March 31, 2023: ₹ 805.75 lakhs) against which an advance of ₹ 420.39 lakhs (March 31, 2023: ₹ 226.06 lakhs) has been paid.

e) Company has procured certain plant and machinery under Export Promotion Capital Goods scheme. Export Obligation outstanding against the same is ₹ 6,585.88 lakhs (March 31, 2023: ₹ 12,828.49 lakhs).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

28. (b) LEASES

Company as a Lessee:

Particulars	As at March 31, 2024 ₹ in Lakhs	As at March 31, 2023 ₹ In Lakhs
Depreciation for right to use asset	702.57	694.11
Interest expense on lease liabilities	136.80	150.75
Expenses relating to Short term leases / low value assets	94.46	82.64
Repayment of lease liabilities	766.42	722.38
Additions to right to use assets	1,252.64	469.43
Carrying amount of right to use assets	2,323.83	1,778.08

29. EMPLOYEE BENEFIT OBLIGATIONS

Particulars	As at March 31, 2024 ₹ in Lakhs	As at March 31, 2023 ₹ In Lakhs
Gratuity (Refer Note C)	358.26	355.33
Non - Current	-	-
Current	358.26	355.33

A Defined Contribution Plan

The Company has certain defined contribution plans. Contributions are made to provident fund for employees at the rate as per regulation of basic salary. The contributions are made to registered provident fund administered by the government, however certain employees are covered under the contributory plans with trust "Garware Polyester Limited Office Staff and Officers Provident Fund".

B Compensated Absences

The leave obligations is towards encashment of balance leave. The provision reversed during the year is ₹ 266.32 lakhs (March 31, 2023 - reversed ₹ 38.99 lakhs).

C Gratuity

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The gratuity plan is a funded plan.

I The Amounts Recognised in Balance Sheet and Movements in the Net Benefit Obligation over the year are as follows :

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2023	3,545.17	(3,189.84)	355.33
Current Service Cost	170.18	-	170.18
Interest Expense/(Income)	249.89	(241.35)	8.54
Total Amount Recognised in Profit or Loss	420.07	(241.35)	178.72
Return on Plan Assets		(9.17)	(9.17)
(Gain)/loss from experience changes	273.01	-	273.01
(Gain)/loss from change in financial assumptions	26.05	-	26.05
Total Amount Recognised in Other Comprehensive Income	299.06	(9.17)	289.89
Employer Contributions		(480.00)	(480.00)
Benefits Paid	(336.70)	336.70	-
Mortality Charges and Taxes	-	14.32	14.32
March 31, 2024	3,927.60	(3,569.34)	358.26

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

(₹ In Lakhs)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2022	3,434.77	(2,902.39)	532.38
Current Service Cost	165.67	-	165.67
Interest Expense/(Income)	223.86	(203.34)	20.52
Total amount recognised in Profit or Loss	389.53	(203.34)	186.19
Return on Plan Assets	-	(6.63)	(6.63)
(Gain) / Loss from Experience Changes	164.35	-	164.35
(Gain) / Loss from Change in Financial Assumptions	(62.76)	-	(62.76)
Total Amount Recognised in Other Comprehensive Income	101.59	(6.63)	94.96
Employer Contributions	-	(470.00)	(470.00)
Benefits Paid	(380.72)	380.72	-
Mortality Charges and Taxes	-	11.80	11.80
March 31, 2023	3,545.17	(3,189.84)	355.33

II The Net Liability Disclosed above Relates to Funded Plans are as follows :

Particulars	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Present Value of Funded Obligation	3,927.60	3,545.17
Fair Value of Plan Assets	(3,569.34)	(3,189.84)
Deficit	358.26	355.33

III Estimates

The Actuarial Assumptions were as follows :

Particulars	March 31, 2024	March 31, 2023
Discount Rate	7.20%	7.40%
Rate of Increase in Compensation Levels	7.00%	7.00%
Expected Return on Plan Asset	7.40%	6.90%

IV Sensitivity of Actuarial Assumptions

The Sensitivity of Defined Obligation to Changes in the Weighted Principal Assumptions is:

₹ In Lakhs

Assumption	Impact on defined benefit obligation	
	March 31, 2024	March 31, 2023
Discount rate		
1 % Increase	(125.70)	(117.54)
1 % Decrease	137.72	128.42
Future Salary Increase		
1 % Increase	107.92	101.60
1 % Decrease	(100.28)	(94.77)

Projected Benefits Payable from the Fund in Future Years from the Date of Reporting:

	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Less than a year	1,388.18	1,257.42
Between 1 to 2 years	1,039.89	411.71
Between 2 to 3 years	401.02	933.38
Between 3 to 4 years	384.58	371.33
Between 4 to 5 years	421.33	347.15
Between 6 to 10 years	1,505.80	1,425.20
TOTAL	5,140.80	4,746.19

The Weighted duration of the Defined Benefit Obligation is 5.22 years (Previous year 5.13 years.)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

V The Major Categories of Plan Assets are as follows:

Particulars	March 31, 2024 ₹ In Lakhs	March 31, 2023 ₹ In Lakhs
Funds Managed by Insurer	100%	100%

VI Risk Exposure

- Asset Volatility** : All plan assets are maintained in a trust managed by a public sector insurer viz. LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.
- Discount Rate Risk** : Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.
- Future Salary Increase and Inflation Risk** : Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.
- Asset-Liability Mismatch Risk** : Risk arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Company is successfully able to neutralize valuation swings caused by interest rate movements.

30. RELATED PARTY TRANSACTIONS - AS PER IND AS 24

Name of the Related Parties and Nature of Relationship

a. Key Management Personnel:	Shri. S. B. Garware - Chairman and Managing Director Ms. Monika Garware - Vice Chairperson & Joint Managing Director Mrs. Sarita Garware Ramsay - Joint Managing Director Ms. Sonia Garware - Director Mr. M.S. Adsul - Whole-Time Director (appointed w.e.f. August 11, 2023) Mr. U.V. Joshi - Whole-Time Director (ceased w.e.f. October 17, 2023) Mr. Pradeep Mehta - Chief Financial Officer Mr. Awaneesh Srivastava - Company Secretary
b. Non Executive Director :	Mr. Ramesh P. Makhija - Non executive and independent director (up to March 31, 2024) Mr. M. C. Agarwal - Non executive and independent director (up to March 31, 2024) Mr. T. M. Parikh - Non executive and independent director (up to March 31, 2024) Mr. Nilesh R. Doshi - Non executive and independent director Mr. V.H.Kamath - Non executive and independent director Ms. Devanshi H. Nanavati - Non executive and independent director Mr. Manoj Sonawala - Non executive and independent director (appointed w.e.f. April 1, 2024) Mr. Deepak Chawla - Non executive and independent director (appointed w.e.f. April 1, 2024) Mr. Nayan Rawal - Non executive and independent director (appointed w.e.f. April 1, 2024)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

c. Entities in which some of the directors are interested	Garware Industries Private Limited Great View Real Estates Private Limited Shashvat Investment Consultancy & Properties Private Limited Garware Community Centre Garware Charitable Trust B. D. Garware Research Centre Private Limited Garware Motors and Enterprises Private Limited (w.e.f. September 5, 2023) S. B. Garware Family Trust Monika Garware Benefit Trust Sarita Garware Benefit Trust Sonia Garware Benefit Trust
d. Post Employment Benefit Plans	Garware Polyester Limited Office Staff and Officers Provident Fund
e. Relatives of Key Managerial Personnel	Mrs. Kanchan U. Joshi (up to October 17, 2023) Mrs. Priti P. Mehta

30. TRANSACTIONS WITH RELATED PARTIES

I Key Management Personnel Compensation

Particulars	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
Employee Benefit Expense	3,374.55	2,920.71
Post-Employment Benefits	228.31	198.16
TOTAL	3,602.86	3,118.87

Key Managerial Personnel who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

II Transactions with the related parties

Sr. No.	Particulars	Relationship	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
a) Sale of Goods				
	Garware Industries Private Limited	Entities in which some of the directors are interested	-	34.98
b) Purchase of Materials				
	Garware Industries Private Limited	Entities in which some of the directors are interested	0.08	5.15
c) Service Received /Processing/ Commission / Rent Paid / Reimbursement of Expenses/ Donation & CSR expenses				
	Garware Industries Private Limited (Rent)	Entities in which some of the directors are interested	238.82	227.45
	Garware Industries Private Limited (Processing Charges)	Entities in which some of the directors are interested	4,423.68	4,361.71
	Great View Real Estates Private Limited (Rent)	Entities in which some of the directors are interested	72.00	72.00

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Sr. No.	Particulars	Relationship	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
	Shashvat Investment Consultancy & Properties Private Limited (Rent)	Entities in which some of the directors are interested	30.00	30.00
	Ms. Monika Garware (Rent)	Vice Chairperson & Joint Managing Director	72.00	72.00
	Mrs. Sarita Garware Ramsay (Rent)	Joint Managing Director	42.00	42.00
	Ms. Sonia Garware (Rent)	Director	72.00	72.00
	Garware Community Centre (Donation & Expenses)	Entities in which some of the directors are trustees	8.57	8.43
	Garware Charitable Trust (Donation & CSR)	Entities in which some of the directors are trustees	368.00	330.00
	Garware Polyester Limited Office Staff And Officers Provident Fund (Employer Contribution)	(Post Employment Benefit Plans)	239.87	203.60
d)	Rent Received			
	Garware Industries Private Limited	Entities in which some of the directors are interested	1.24	1.20
	Great View Real Estates Private Limited	Entities in which some of the directors are interested	1.20	1.00
	Shashvat Investment Consultancy & Properties Private Limited	Entities in which some of the directors are interested	1.20	1.00
	B. D. Garware Research Centre Private Limited	Entities in which some of the directors are interested	1.20	1.00
e)	Managerial Remuneration			
	Shri. S. B. Garware	Chairman and Managing Director	815.13	722.69
	Ms. Monika Garware	Vice Chairperson & Joint Managing Director	785.14	694.61
	Mrs. Sarita Garware Ramsay	Joint Managing Director	614.90	462.08
	Ms. Sonia Garware	Director	1,076.89	1,023.58
	Mr. M.S. Adsul	Whole time Director	97.45	-
	Mr. U.V. Joshi	Whole time Director	36.70	27.45
	Mr. H.N. Nikam	Whole time Director	-	26.38
	Mr. Pradeep Mehta	Chief Financial Officer	81.28	74.20
	Mr. Awaneesh Srivastava	Company Secretary	95.37	87.88
f)	Director Sitting Fees			
	Ms. Sonia Garware	Director	1.00	0.80
	Mr. Ramesh P. Makhija	Independent director	2.00	1.50
	Mr. M. C. Agarwal	Independent director	2.83	2.63
	Mr. T. M. Parikh	Independent director	1.85	1.95
	Mr. Nilesh R. Doshi	Independent director	1.85	1.75
	Mr. V. H. Kamath	Independent director	1.93	1.55
	Ms. Devanshi H. Nanavati	Independent director	1.20	1.20

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Sr. No.	Particulars	Relationship	2023-24 ₹ In Lakhs	2022-23 ₹ In Lakhs
g)	Car Lease Payment / Insurance Reimbursement			
	Mrs. Kanchan U. Joshi (Car Lease Rent)	Relative of Whole Time Director	1.67	0.61
	Mrs. Priti P. Mehta (Car Lease Rent)	Relative of Key Managerial Person	3.39	3.42
	Mrs. Asmita Nikam (Car Lease Rent)	Relative of Whole Time Director	-	2.14
h)	Net Balances (Receivable / (Payable))			
	Garware Industries Private Limited	Entities in which some of the directors are interested	(601.14)	(384.47)
	Shashvat Investment Consultancy & Properties Private Limited (Rent deposit)	Entities in which some of the directors are interested	7.50	7.50
	Great View Real Estates Private Limited (Rent Deposit)	Entities in which some of the directors are interested	36.00	36.00
	Shri. S. B. Garware (Remuneration Payable)	Chairman and Managing Director	(112.27)	(76.61)
	Ms. Sonia Garware (Rent Deposit / Remuneration Payable)	Director	(7.06)	(5.68)
	Ms. Monika Garware (Rent Deposit / Remuneration Payable)	Vice Chairperson & Joint Managing Director	(73.84)	(42.98)
	Mrs. Sarita Garware Ramsay (Rent Deposit / Remuneration Payable)	Joint Managing Director	(54.14)	(27.81)
	Mr. M.S. Adsul	Whole time Director	(10.94)	-
	Mr. U.V. Joshi	Whole time Director	-	(3.43)
	Mr. Pradeep Mehta	Chief Financial Officer	(5.10)	(4.69)
	Mr. Awaneesh Srivastava	Company Secretary	(4.10)	(4.40)
	Garware Polyester Ltd Office Staff & Officers Provident Fund (Employer contribution balance payable)	(Post Employment Benefit Plan)	(19.88)	-
	Mrs. Kanchan U. Joshi	Relative of Whole Time Director	-	(0.11)
	Mrs. Priti P. Mehta	Relative of Key Managerial Person	(0.26)	(0.26)

i) The above figures are net of Taxes and Duties

ii) There were no Loan and Advances in the nature of loans given / taken from Directors, Key Managerial Persons and Related Parties or any other entity.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

31. SEGMENT REPORTING

- i) Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors have been identified as the chief operating decision maker.

The Group has organised its operating segments based on product groupings. These operating segments have been aggregated into one reportable business segment: Polyester films.

ii) Geographical Segments

The Company is domiciled in India. The amount of its revenue from external customers broken down by location of customers is shown in the table below:

(₹ in Lakhs)

Particulars	Within India		USA		Rest of the world		Total	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Segment revenue by geographical area based on geographical location of customers	37,505.46	43,143.62	72,101.74	47,008.15	58,094.47	53,649.26	1,67,701.67	1,43,801.03

- i) The total of non-current assets (other than financial instruments, deferred tax assets and income tax assets) are located in the Company's country of domicile i.e. in India.
- ii) One customer contributed ~ 30% (~ 16% Previous Year) to the Group's total product sale.

32. (a) INTEREST IN OTHER ENTITIES

i) Subsidiary and Step-down Subsidiary

Name of the Entity	Place of Business	Ownership Held by Group		Principal Activities
		As at March 31, 2024	As at March 31, 2023	
Subsidiary Garware Hi-Tech Films International Ltd.	United Kingdom	100%	100%	Trading, Marketing and Distribution Solely for Garware Hi-Tech Films Limited
Step-down Subsidiary Global Hi-Tech Films Inc.	USA	100%	100%	Trading, Marketing and Distribution Solely for Garware Hi-Tech Films Limited

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

32. (b) ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III

(₹ In Lakhs)

Particulars	Net Assets i.e. Total Assets Minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount	As % of Consolidated Profit or Loss	Amount	As % of Consolidated Other Comprehensive Income	Amount	As % of Consolidated Total Comprehensive Income	Amount
Parent								
Garware Hi-Tech Films Limited								
March 31, 2024	96.76%	1,97,860.13	89.00%	18,092.65	84.19%	750.77	88.80%	18,843.42
March 31, 2023	97.71%	1,81,339.95	88.84%	14,759.48	56.16%	114.02	88.44%	14,873.50
Foreign subsidiary								
Global Hi-Tech Films Inc.								
March 31, 2024	2.40%	4,904.39	7.60%	1,545.33	-	-	7.28%	1,545.33
March 31, 2023	2.16%	4,017.41	12.28%	2,041.01	-	-	12.14%	2,041.01
Garware Hi-Tech Films International Ltd.								
March 31, 2024	1.98%	4,048.79	3.97%	806.61	-	-	3.80%	806.61
March 31, 2023	1.67%	3,106.88	7.33%	1,218.08	-	-	7.24%	1,218.08
Subtotal 2024	101.13%	2,06,813.31	100.57%	20,444.59	84.19%	750.77	99.88%	21,195.36
Subtotal 2023	101.54%	1,88,464.24	108.45%	18,018.57	56.16%	114.02	107.82%	18,132.59
Inter company elimination and consolidation adjustment								
March 31, 2024	(1.13%)	-2,333.45	(0.57%)	(115.11)	15.81%	140.99	0.12%	25.88
March 31, 2023	(1.54%)	-2,882.38	(8.45%)	(1,404.33)	43.84%	88.99	(7.82%)	(1,315.34)
Grand total								
March 31, 2024	100%	2,04,479.86	100%	20,329.48	100%	891.76	100%	21,221.24
March 31, 2023	100%	1,85,581.86	100%	16,614.24	100%	203.01	100%	16,817.25

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

33. FAIR VALUE MEASUREMENTS

Financial Instruments by Category

	March 31, 2024 (₹ in Lakhs)			March 31, 2023 (₹ in Lakhs)		
	Fair Value Through Profit and Loss Account	Fair Value Through Other Comprehensive Income	Amortised Cost	Fair Value Through Profit and Loss Account	Fair Value Through Other Comprehensive Income	Amortised Cost
Financial Assets						
Investments in Quoted Equity Instruments	-	8,724.96	-	-	7,632.26	-
Investments in Unquoted Equity Instruments	8.08	-	-	8.08	-	-
Investment in Quoted Mutual Funds	27,548.91	-	-	31,629.87	-	-
Security Deposits	-	-	174.15	-	-	238.33
Bank Deposits with more than 12 months Maturity	-	-	384.90	-	-	59.50
Trade Receivables	-	-	3,806.52	-	-	2,995.01
Cash and Cash Equivalents	-	-	10,830.66	-	-	5,998.67
Bank Balances other than above	-	-	436.14	-	-	1,046.65
Loans and Advances to Employees	-	-	33.56	-	-	33.61
Other Receivables	-	-	57.27	-	-	122.44
Derivative Financial Instrument	-	-	-	30.94	-	-
Total Financial Assets	27,556.99	8,724.96	15,723.20	31,668.89	7,632.26	10,494.21
Financial Liabilities						
Non Current Borrowings	-	-	-	-	-	7,535.70
Non Current Lease Liability	-	-	1,373.44	-	-	939.57
Current Maturities of Long Term Debt	-	-	-	-	-	6,542.95
Trade Payables	-	-	15,998.38	-	-	10,357.16
Current Portion of Lease Liabilities	-	-	618.07	-	-	700.85
Accrued Interest Not Due on Borrowings	-	-	0.43	-	-	-
Unclaimed Dividend	-	-	162.76	-	-	165.25
Creditors for Capital Expenditure	-	-	214.60	-	-	429.29
Payable for Expenses	-	-	392.30	-	-	300.68
Payable to Employees	-	-	681.98	-	-	605.39
Deposit from Customers	-	-	369.88	-	-	157.38
Derivative Financial Instrument	28.39	-	-	-	-	-
Total Financial Liabilities	28.39	-	19,811.84	-	-	27,734.22

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

i) Fair value hierarchy

The fair values of the financial instruments that are recognised and measured at fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the accounting standard.

(₹ in Lakhs)

Financial Assets and Liabilities Measured at Fair Value - Recurring Fair Value Measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2024					
Financial Assets					
Derivative Financial Instrument (Asset)	15	-	28.39	-	28.39
Investment in Quoted Mutual Fund	3 (b)	27,548.91	-	-	27,548.91
Investment in Quoted Equity Instruments	3 (a)	8,724.96	-	-	8,724.96
Investments in Unquoted Equity Instruments	3 (a)	-	8.08	-	8.08

(₹ in Lakhs)

Financial Assets and Liabilities Measured at Fair Value - Recurring Fair Value Measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2023					
Financial Assets					
Derivative Financial Instrument (Asset)	8	-	30.94	-	30.94
Investment in Quoted Mutual Fund	3 (b)	31,629.87	-	-	31,629.87
Investment in Quoted Equity Instruments	3 (a)	7,632.26	-	-	7,632.26
Investments in Unquoted Equity Instruments	3 (a)	-	8.08	-	8.08

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes quoted equity instruments and mutual funds. The fair value of all the equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period and the mutual funds are valued using closing NAV.

Level 2: The fair value of derivatives and investment in unquoted financial instruments is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

ii) Valuation Technique Used to Determine Fair Value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date
- The fair value of mutual funds is calculated by valuing them at closing NAV

iii) Fair Value of Financial Assets and Liabilities Measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

34. FINANCIAL RISK MANAGEMENT

The Company's activities exposes it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, derivative financial instruments, such as foreign exchange forward contracts are taken.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

The Company's risk management is carried out by the Company's treasury department under policies approved by the board of directors. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

(A) Credit Risk

Credit risk refers to a risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities primarily trade receivables, derivative financial instruments, investment in mutual funds, deposits held with banks, loans and other receivables.

The Company has a policy of only dealing with counterparties that have sufficiently high credit rating. The Company's exposure and credit ratings of its customers are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

For investment in mutual funds, derivative financial instruments and balances held with banks, banks and recognised financial institutions with only high credit rating are accepted.

(i) Trade Receivables

Credit risk arises from the possibility that customer will not be able to settle their obligations as and when agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts, ageing of accounts receivable and forward looking information. Individual credit limits are set accordingly.

Movement of Provision for Doubtful Debts:

	2023-24	2022-23
	₹ in Lakhs	₹ in Lakhs
Provision for Doubtful Debts as on April 1,	20.86	20.86
Change during the year	-	-
Provision for Doubtful Debts as on March 31,	20.86	20.86

(B) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

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

(i) Maturities of Financial Liabilities:

Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non - derivative financial liabilities are as follows:

Particulars	Carrying amount as at March 31, 2024	(₹ In Lakhs)		
		< 1 year	1 to 3 years	> 3 years
Non Current Lease Liability	1,373.44	-	850.82	522.62
Current Maturities Lease Liability	618.07	618.07	-	-
Trade Payables	15,998.38	15,998.38	-	-
Accrued Interest not due on Borrowings	0.43	0.43	-	-
Unclaimed Dividend	162.76	162.76	-	-
Creditors for Capital Expenditure	214.60	214.60	-	-
Payable for Expenses	392.30	392.30	-	-
Payable to Employees	681.98	681.98	-	-
Deposit from Customers	369.88	369.88	-	-
Derivative Financial Instruments	28.39	28.39	-	-
TOTAL	19,840.23	18,466.79	850.82	522.62

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

(₹ In Lakhs)

Particulars	Carrying amount as at March 31, 2023	< 1 year	1 to 3 years	> 3 years
Non Current Borrowings	7,535.70	-	6,415.69	1,120.01
Non Current Lease Liability	939.57	-	691.05	248.52
Current Borrowings	6,542.95	6,542.95	-	-
Current Maturities Lease Liability	700.85	700.85	-	-
Trade Payables	10,357.16	10,357.16	-	-
Unclaimed Dividend	165.25	165.25	-	-
Creditors for Capital Expenditure	429.29	429.29	-	-
Payable for Expenses	300.68	300.68	-	-
Payable to Employees	605.39	605.39	-	-
Deposit from Customers	157.38	157.38	-	-
TOTAL	27,734.22	19,258.95	7,106.74	1,368.53

(C) Market Risk

I) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company is engaged in international trade and thereby exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD and EUR. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (₹). The Company's risk management policy is to hedge sales and purchases. The Company uses foreign exchange forward contracts to hedge its exposure in foreign currency risk.

i) Foreign Currency Risk Exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ In Lakhs, are as follows :-

	March 31, 2024			March 31, 2023		
	EUR	USD	GBP	EUR	USD	GBP
Financial assets	2,805.20	11,781.21	0.00	894.92	7,529.61	0.00
Financial Instruments (assets) - Foreign exchange forward contracts (Sell Foreign Currency)	(853.89)	(9,880.51)	(118.75)	(620.49)	(6,694.20)	(88.19)
Net Exposure to Foreign Currency Risk (Assets)	1,951.31	1,900.70	(118.75)	274.43	835.41	(88.19)
Financial Liabilities	1,020.51	4,438.16	951.57	36.33	1,727.13	972.65
Net Exposure to Foreign Currency Risk (Liabilities)	1,020.51	4,438.16	951.57	36.33	1,727.13	972.65

ii) Sensitivity

The sensitivity of profit and loss to changes in the exchange rates arises mainly from foreign currency denominated financials instruments:

(₹ In Lakhs)

	Impact on Profit Before Tax	
	March 31, 2024	March 31, 2023
EUR Sensitivity		
Rs / EUR - Increase / Decrease by 5%	46.54	11.90
USD Sensitivity		
Rs / USD - Increase / Decrease by 5%	126.87	44.59
GBP Sensitivity		
Rs / GBP - Increase / Decrease by 5%	53.52	53.04

* Holding all other variables constant

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

II) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on financial liabilities such as borrowings, both non - current and current. The Company has not used any interest rate derivatives. The Company is also exposed to interest rate risk on its financial assets that include fixed deposits and liquid investments such as deposits which are part of cash and cash equivalents. Since all these are generally for short durations, the Company believes it has manageable risk for achieving satisfactory returns.

35. CAPITAL MANAGEMENT

a) Risk Management

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholders value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

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

b) Dividends

(₹ In Lakhs)

	March 31, 2024	March 31, 2023
(i) Equity shares		
(a) Final dividend paid for the year ended March 31, 2023: ₹ 10 (March 31, 2022 of ₹ 10) per fully paid share	2,323.24	2,323.24
(ii) Dividends not recognised at the end of the reporting period		
The directors have recommended the payment of a final dividend of ₹10/- (March 31, 2023 - ₹ 10) per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting. The Dividends declared / paid during the FY 2023-24 (PY 2022-23) are in compliance with Section 123 of the Companies Act 2013.	-	-

36. ANALYTICAL RATIOS

Sr. No.	Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Change
1	Current Ratio	Current Assets	Current Liabilities	3.49	2.74	27.37% ^a
2	Debt Equity Ratio	Long Term Debt (Incl. Lease Liabilities)	Total Equity	0.01	0.05	(80.00%) [#]
3	Debt Service Coverage Ratio	PAT + Depreciation + Finance Cost	Finance Cost + Loan Repayments	1.57	2.40	(34.58%) [*]
4	Return on Equity Ratio	Net Profit After Taxes	Total Equity	9.94%	8.95%	11.06%
5	Inventory Turnover Ratio	Net Sales of Products	Average Inventory	6.76	6.90	(2.03%)
6	Trade Receivable Turnover Ratio	Net Sales of Products	Average Trade Receivables	48.57	44.67	8.73%
7	Trade Payables Turnover Ratio	Cost of Purchases	Average Trade Payables	9.50	10.20	(6.86%)
8	Net Capital Turnover Ratio	Net Sales of Products	Working Capital (Current Assets - Current Liabilities)	2.99	3.41	(12.32%)
9	Net Profit Ratio	Net Profit	Revenue from operations	12.12%	11.55%	4.94%

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

Sr. No.	Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Change
10	Return on Capital Employed	Earning Before interest and Taxes	Capital Employed	13.42%	11.99%	11.93%
11	Return on Investment - Quoted Mutual Fund	Income generated from Investment in mutual fund	Time weighted average cost of investments	8.09%	5.57%	45.24%^

® Current ratio increase due to reduction in current borrowings on account of prepayment of long term loans.

Decrease in outstanding borrowings on account of prepayments and increase in retained earnings on account of profits during the year resulted in reduction in ratio.

* Increase in loan repayments including prepayment resulted in decrease in the ratio.

^ Yield on mutual fund investment improved on account of recent increase in return in financial market.

37. RELATIONSHIP WITH STRUCK OFF COMPANIES

(₹ in Lakhs)

Sr. No.	Name of Struck off Company	Nature of Transaction	Relation with Struck off Company	Transaction During FY 2023-24 / 2022-23	Balance outstanding as on 31.03.2024	Balance outstanding as on 31.03.2023
1	Koyali Carbotech Private Limited	Security Deposit	Vendor	-	0.10	0.10
2	Other entities (a)	Subscription to Equity Shares	Equity Shareholder	-	0.07	0.07

(a) Details of Other Struck off Companies Holding Shares of the Company as Below:

Sr. No.	Name of Struck off Company	No of Shares held as on 31.03.2024 (paid up value ₹10 each)	No of Shares held as on 31.03.2023 (paid up value ₹10 each)
1	Agents India Limited	75	75
2	Prananjali Investments and Trading Co Pvt. Ltd.	81	81
3	Shri Brijraj Investments and Estates Private Limited	105	105
4	Idafa Investments Private Limited	50	50
5	Adarsh Textiles Industries Private Limited	340	340

38. PREVIOUS YEAR FIGURES HAVE BEEN RECLASSIFIED/ REGROUPED TO CONFORM TO THE THIS YEAR CLASSIFICATION.

39. APPROVAL OF FINANCIAL STATEMENTS

The Consolidated financial statements of the Group have been authorised for issue by the Board of Directors at their meeting held on May 29, 2024.

As per our report of even date	As per our report of even date	For and on behalf of the Board of Directors		
For MANUBHAI & SHAH LLP Chartered Accountants (FRN. 106041W/W100136)	For KIRTANE & PANDIT LLP Chartered Accountants (FRN. 105215W/W100057)	Dr. S. B. GARWARE Chairman & Managing Director DIN: 00943822	NILESH DOSHI Director DIN: 00249715	MOHAN S. ADSUL Whole-Time Director DIN: 00146752
LAXMINARAYAN P. YEKKALI Partner M. No. 114753 Mumbai, 29 th May, 2024	ADITYA A. KANETKAR Partner M. No. 149037 Mumbai, 29 th May, 2024	AWANEESH SRIVASTAVA Company Secretary ICSI M. No. FCS 8513	PRADEEP MEHTA Chief Financial Officer ICAI M. No. 049220	

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024

FORM AOC - 1

Statement pursuant to first provision to sub-section (3) of section 129 of the Companies Act 2013, with rule 5 of the Companies (Accounts) Rules , 2014 in the prescribed FORM AOC - 1 relating to subsidiary companies

(₹ In Lakhs)

Sr. No.	Particulars	Garware Hi-Tech Films International Limited (GHFIL) (100% wholly owned by the Company)	Global Hi-Tech Films Inc. (100% wholly owned by GHFIL)
		2024	2024
1	Reporting Currency	GBP	USD
2	Exchange Rate considered at the close of the year	105.03	83.41
3	Share Capital	262.58	83.41
4	Reserves & Surplus	3945.28	4830.40
5	Total Assets	4603.51	9335.05
6	Total Liabilities	506.56	4421.24
7	Investment	65.17	0.00
8	Turnover & other Income	10237.53	39082.66
9	Profit / (Loss) Before Taxation	945.45	2064.82
10	Provision for taxation	131.14	568.19
11	Profit / (Loss) after taxation	814.31	1496.63
12	Dividend Proposed / Paid	0.00	417.03
13	Country	U K	U S A

Notes :

- 1 The final Audited accounts of Garware Hi-Tech Films International Limited are in Great Britain Pounds (GBP) and translated at closing rate as on 31.03.2024 (₹105.0325 = 1 GBP)
- 2 The final Audited accounts of Garware Hi-Tech Films Inc. are in US Dollars (USD) and Translated at closing rate as on 31.03.2024 (₹ 83.405 = 1USD)



GARWARE HI-TECH FILMS LIMITED

CIN: L10889MH1957PLC010889

Regd. Office : Naigaon, Post Waluj, Chhatrapati Sambhajinagar (Aurangabad) - 431 133.

ATTENDANCE SLIP

(To be presented at the entrance)

Name of the Shareholder or Proxy _____

DP ID _____ Folio No. / Client ID _____

I/We hereby record my/our presence at the 67th **ANNUAL GENERAL MEETING** of the Company held at the Registered Office of the Company at Naigaon, Post Waluj, Chhatrapati Sambhajinagar (Aurangabad) – 431 133 on Tuesday, September 24, 2024 at 11.30 a.m.

Signature of the Member/Proxy

-----✂-----✂-----

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

GARWARE HI-TECH FILMS LIMITED

CIN: L10889MH1957PLC010889

Regd. Office : Naigaon, Post Waluj, Chhatrapati Sambhajinagar (Aurangabad) - 431 133.

Name of the Member(s) : _____

Registered Address : _____

E-mail Id : _____

Folio No./Client ID No./DP ID No. : _____

I / We, being the member(s) of _____ Shares of Garware Hi-Tech Films Limited, hereby appoint

1. Name : _____ E-mail Id : _____
Address : _____ Signature : _____

or failing him/her

2. Name : _____ E-mail Id : _____
Address : _____ Signature : _____

or failing him/her

3. Name : _____ E-mail Id : _____
Address : _____ Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 67th Annual General Meeting of the Company, to be held on Tuesday, September 24, 2024 at 11.30 a.m at Naigaon, Post Waluj, Chhatrapati Sambhajinagar (Aurangabad) – 431 133 and at any adjournment thereof in respect of such resolutions as are indicated below:

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RESOLUTIONS	Optional*	
	For	Against
Ordinary Business		
1. Adoption of Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2024 with Directors and Auditors reports thereon.		
2. Declaration of dividend on the equity shares for the financial year 2023-24.		
3. Re- appointment of Mrs. Sarita Garware Ramsay (DIN: 00136048), who retires by rotation and being eligible offers herself for the reappointment.		
4. Appointment of M/s V. Sankar Aiyar & Co., Chartered Accountants (Firm Registration No. 109208W) as the Statutory Auditors of the Company		
Special Business		
5. Ratification of the remuneration of Cost Auditors.		
6. Appointment of Mr. Chirag Doshi (DIN: 08532321) as an Independent Director of the Company.		
7. Reappointment of Shri S. B. Garware (DIN: 00943822), as Chairman and Managing Director of the Company and minimum remuneration to be made in case of inadequacy of profit.		

Signed this _____ day of _____ 2024

Affix Revenue Stamp Of ₹ 1/-

Signature of shareholder _____

Signature of Proxy holder(s) _____

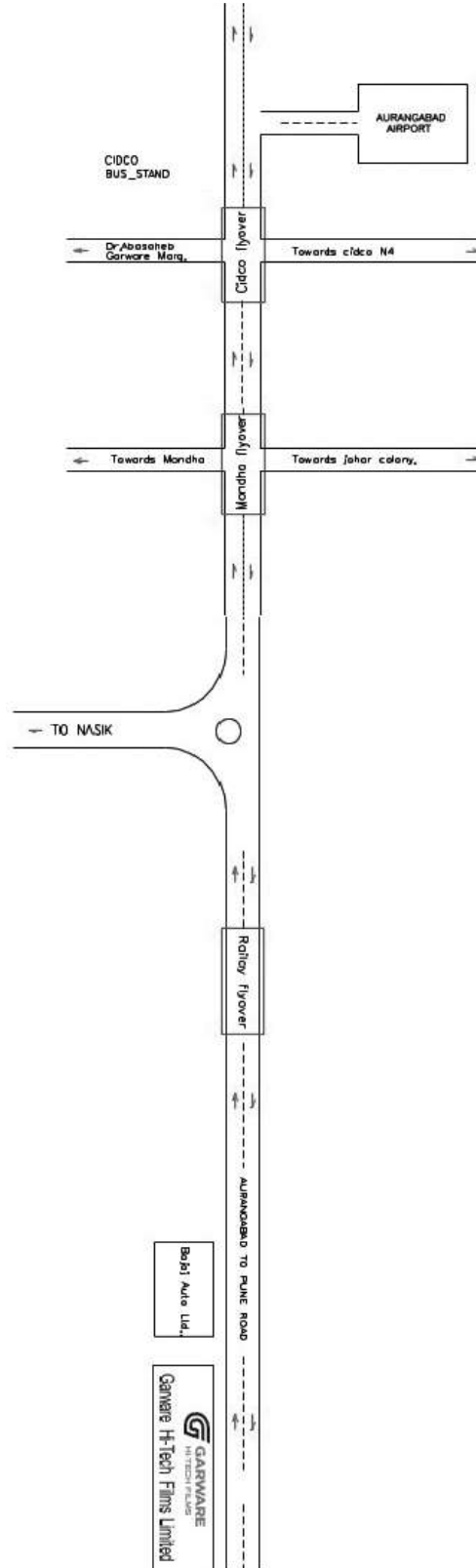
Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 67th Annual General Meeting.
3. *It is optional to put a ' X ' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of members(s) in above box before submission.
5. Appointment of Proxy does not prevent a member from personally attending in person if he/she wishes.
6. In case of joint holder, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Notes

Notes

ROUTE MAP FOR AGM



VENUE: AGM Hall,
Garware Hi-Tech Films Limited
Waluj, Aurangabad.

